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STEPHEN L. SEFTENBERG, ESQ.

*Attorney-at-law*

*Admitted in Florida and Illinois*

2765 White Wing Lane

West Palm Beach, FL 33409-2203

Telephone: (561) 689-6221

Facsimile: (561) 689-6884

E-mail: SLSeftenberg.law@bigfoot.com

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 JUN 24 AM 7:38

June 19, 2002

Division of Corporations  
Florida Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

Re: EYESAVERS EYEWEAR, INC.

800005929418--3

-06/24/02--01064--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

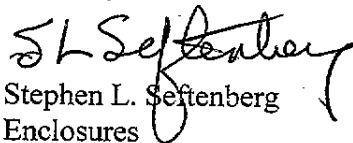
Two copies of the Articles of Incorporation of the above for profit corporation are enclosed.

Please file the original Articles and date stamp the copy and return it to the undersigned, with a certified copy of the Articles of Incorporation

My IOTA check for \$78.75 is enclosed covering the filing fee and a certified copy of the Articles of Incorporation.

If you have any questions or need additional information, please call my office. Your courtesy and cooperation are appreciated.

Sincerely,

  
Stephen L. Seftenberg

Enclosures

cc: Ms. Nerissa C. Carter, President

Mainella Michael\corporate\letters\Corporation Division 020619

626  
10/2/02

**ARTICLES OF INCORPORATION  
OF**

**EYESAVERS EYEWEAR, INC.**

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**ARTICLE I**

**NAME**

The name of this corporation is **EYESAVERS EYEWEAR, INC.**

**ARTICLE II**

**PRINCIPAL PLACE OF BUSINESS AND ADDRESS**

The principal place of business and mailing address of the corporation is 5691 Muirfield Village Circle, Lake Worth, FL 33463.

**ARTICLE III**

**DURATION**

This corporation shall have perpetual existence, commencing on the date of this filing of these Articles with the Florida Department of State.

**ARTICLE IV**

**PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

**ARTICLE V**

**CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value voting common stock.

**ARTICLE VI**

**PREEMPTIVE RIGHTS**

Every shareholder, upon sale for cash of any new shares of this corporation, shall have the right to purchase his or her *pro rata* share thereof, as nearly as may be done without issuance of fractional shares, at a price at which it is offered to others.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The name and addresses of the initial Board of Directors of this corporation is:

Michael A. Mainella  
5691 Muirfield Village Circle  
Lake Worth, FL 33463

**ARTICLE VIII**  
**INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent is Stephen L. Seftenberg, 2765 White Wing Lane, West Palm Beach, FL 33409-22203.

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the incorporator signing these articles is Stephen L., Seftenberg, 2765 White Wing Lane, West Palm Beach, FL 33409-2203.

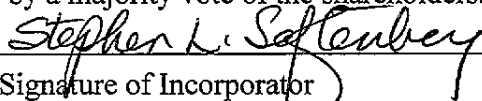
**ARTICLE X**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE XI**  
**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

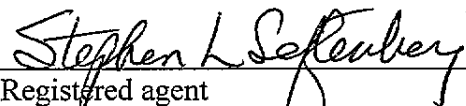
Date: June 19, 2002

  
\_\_\_\_\_  
Signature of Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: June 19, 2002

  
\_\_\_\_\_  
Registered agent  
2765 White Wing Lane  
West Palm Beach, FL 33409-2203

Prepared by:  
Stephen L. Seftenberg, Esq.  
2765 White Wing Lane  
West Palm Beach, FL 33409-2203  
Telephone: (561) 689-6221  
Facsimile: (561) 6899-6884  
Florida Bar No.: 805246  
mainella\corporate\articles of incorporation

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