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CYNTHIA J. PFEIFFER, ATTORNEY AT LAW

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August 22, 2002

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

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-08/26/02--01049--008
*****78.75 *****78.75

Hi:

Enclosed for filing with the State of Florida please find enclosed the Article of Incorporation for LENS KLEAR, INC. and my check in the amount of \$78.75 in payment of the Filing Fees (\$35) Registered Agent Designation (\$35) and for a certified copy of the Articles (\$8.75). Please return the recorded articles to my office at the address above.

Thank you.

Very Truly Yours,

Cynthia J. Pfeiffer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LENS KLEAR, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Article of Incorporation.

ARTICLE I: NAME

The name of the Corporation is LENS KLEAR, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 5599 34TH Street N., St. Petersburg, FL 33714.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10000) shares having a par value of ten dollars (\$10.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Frank J. Costello, 5599 34th Street N., St. Petersburg, FL 33714.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Frank J. Costello, 5599 34th Street N., St. Petersburg, FL 33714.

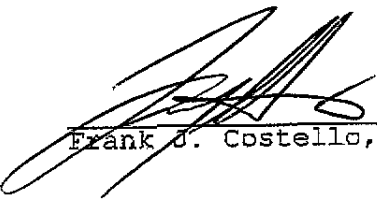
ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is:

P/S/T/D Frank J. Costello
250 115th Ave, Treasure Island, FL 33706

VP/D Kim E. Costello
250 115th Ave., Treasure Island, FL 33706

The undersigned has executed these Articles of Incorporation this 16 day of August, 2002.



Frank J. Costello, Incorporator

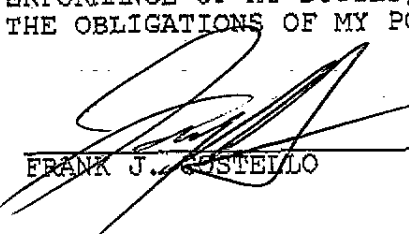
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: LENS KLEAR, INC.
2. The name and address of the registered agent and office is:

FRANK J. COSTELLO
5599 34th Street N.
St. Petersburg, FL 33714.

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.


FRANK J. COSTELLO

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TALLAHASSEE, FLORIDA