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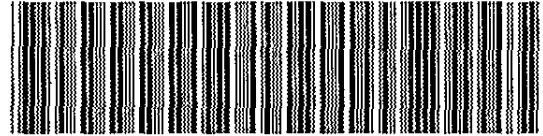
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LAW OFFICES
OF
GUSTAVO G. ALARCON, P.A.

1901 NORTH ANDREWS AVENUE
SUITE 219
WILTON MANORS, FL 33311
(954) 993-0251
ALARCONG@AOL.COM

November 21, 2002

Sent Certified Mail Return Receipt Requested

Secretary of State
Corporate Record Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

RE: SUNGLASSES COLLECTION, INC.

Dear Sir/Madam:

Enclosed please find original and two (2) copies of the Articles of Incorporation for SUNGLASSES COLLECTION, INC. We kindly request that, after filing, the Certificate and copies be returned to us.

Thank you for your cooperation in this matter.

Very truly yours,



Gustavo G. Alarcon, Esq.

GGA/cjk

Enclosures

ARTICLES OF INCORPORATION
OF
SUNGLASSES COLLECTION, INC.

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

ARTICLE I

The name of the corporation shall be SUNGLASSES COLLECTION, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The general purpose for which the corporation is organized is:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage into any other trade or business which can, in the opinion or the shareholders of the Corporation, be advantageously carried on in connection with and auxiliary to the foregoing business.

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing

ARTICLE IV

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 at one dollar par. Such shares shall be of single class and shall have a par value of ONE DOLLAR (1.00) per share.

ARTICLE V

The principal place of business and mailing address of this corporation shall be:

141 NW 46TH COURT
FORT LAUDERDALE, FL 33309

ARTICLE VI

The initial number of Shareholders of the Corporation is one.

The name and address of said shareholder is:

ALVARO ALMANZA
141 NW 46TH COURT
FORT LAUDERDALE, FL 33309

FILED
2002 DEC 16 AM 10:00
CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLE VII

The name and address of the incorporator is:

ALVARO ALMANZA
141 NW 46TH COURT
FORT LAUDERDALE, FL 33309

ARTICLE VIII

The business of this corporation shall be managed by its shareholder rather than by a Board of Directors.

ARTICLE IX

These Articles of Incorporation shall be effective immediately upon the receipt and approval of the Secretary of State of Florida

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law .

The undersigned incorporator has executed these Articles of Incorporation this 25th day of, November 2002.

Alvaro Almanza
ALVARO ALMANZA

STATE OF FLORIDA)
)ss
COUNTY OF BROWARD)

Before me personally appeared Alvaro Almanza to me well known or who produced as identification DL # A455-005-67-414-0 and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledge to and before me that he executed said instrument for the purpose therein expressed

WITNESS my hand and official seal this 25th day of November, 2002.

Margaret Merhi
Notary Public

NOTARY PUBLIC
MARGARET MERHI
My commission expires: AUG. 14, 2004



Margaret Merhi
Commission # CC 960935
Expires Aug. 14, 2004
Bonded Through
Atlantic Bonding Co., Inc.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned 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 **SUNGLASSES COLLECTION, INC.**
2. The name and address of the registered agent and office is:

ALVARO ALMANZA
141 NW 46TH COURT
FORT LAUDERDALE, FL 33309

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2002 DEC 16 AM 10:00
TALLAHASSEE
STATE
CLERK
RIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STYLED 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.


ALVARO ALMANZA

DATE: NOV. 25. 2002