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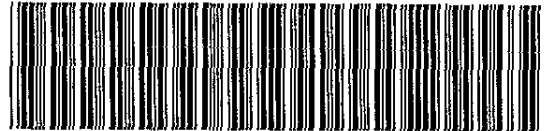
(Business Entity Name)

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03 APR 17 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DAVID F. ALBRECHT
PROFESSIONAL ASSOCIATION
ATTORNEY AND COUNSELOR AT LAW

2012 TWENTY-EIGHTH AVENUE

TELEPHONE: (772) 567-3424
FAX: (772) 567-3426

MAILING ADDRESS:
POST OFFICE BOX 2258
VERO BEACH, FLORIDA
32961-2258

April 14, 2003

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

Re: Lifestyle Optical Center, Inc.

Gentlemen:

Please find enclosed an original and one copy of the Articles of Incorporation for the above Corporation, together with my check for \$70.00, to cover the following fees:

Filing fee	\$ 35.00
Designation of Registered Agent	35.00

I will appreciate your date stamping the enclosed copy and returning it to my office along with your letter acknowledging receipt thereof.

Thank you for your time and consideration.

Sincerely,



David F. Albrecht

dmt
enclosures

FILED

03 APR 17 AM 9:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
LIFESTYLE OPTICAL CENTER, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporations Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be: **LIFESTYLE OPTICAL CENTER, INC.**, which shall hereinafter be referred to as the "Corporation".

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

This Corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the Corporation as set forth in Article II.

ARTICLE IV

This Corporation has the authority to issue two thousand shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

This Corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this Corporation in the State of Florida is: 370 9th Court, Vero Beach, Florida 32962. The Board of Directors may from time to time move the principal office to any other address within the State of Florida.

ARTICLE VII

This Corporation shall have three directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws. The date of the annual meeting shall be fixed by the Bylaws.

ARTICLE VIII

The names and street addresses of the initial members of the first Board of Directors are:

CRAIG S. HORNER	370 9th Court Vero Beach, Florida 32962
LEE H. HUDGINS	1890 11th Place Vero Beach, Florida 32960
JASON A. WRIGHT	5790 Seminole Road Fort Pierce, Florida 34951

The Directors shall hold office until the first annual meeting or until their successors are elected or appointed and qualified as provided in the Bylaws. Directors shall hereafter be elected by the shareholders.

ARTICLE IX

The names and addresses of the initial officers of this Corporation, who shall hold office for the first year or until their successors are chosen, elected or appointed, and qualified as provided in the Bylaws are as follows:

President	CRAIG S. HORNER 370 9th Court, Vero Beach, Florida 32962
Vice President	LEE H. HUDGINS 1890 11th Place, Vero Beach, Florida 32960
Secretary/Treasurer	JASON A. WRIGHT 5790 Seminole Road, Fort Pierce, Florida 34951

The officers shall hereafter be elected by the Directors.

ARTICLE X

The names and addresses of each subscriber to these Articles of Incorporation, and a statement of the number of shares of stock which they agree to take, are as follows:

CRAIG S. HORNER and PHYLLIS W. HORNER, 510 shares
Husband and Wife
370 9th Court, Vero Beach, Florida 32962

LEE H. HUDGINS and MARIANNE M. HUDGINS, 245 shares
Husband and Wife
1890 11th Place, Vero Beach, Florida 32960

JASON A. WRIGHT and JULIE E. WRIGHT 245 shares
Husband and Wife
5790 Seminole Road, Fort Pierce, Florida 34951

ARTICLE XI

Unless otherwise provided in the Bylaws, every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The Bylaws may provide that every stockholder is not to have the right to so purchase. The Bylaws may provide for cumulative voting for Directors and may make provisions governing the issuance of stock certificates to replace lost or destroyed certificates. Provided further, the stockholders of this Corporation may enter into such stockholders and trustees agreements as they may see fit, whereby such stockholders may limit their voting rights by virtue of such agreements.

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and stockholders sign a written statement

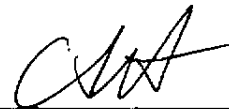
manifesting their intentions that a certain amendment of these Articles of Incorporation may be made.

ARTICLE XIII

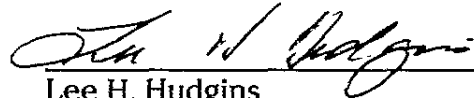
The registered agent for service of process within the State of Florida shall be:

CRAIG S. HORNER
370 9th Court
Vero Beach, Florida 32962

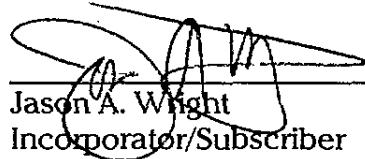
IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 12th day of APRIL, 2003.



Craig S. Horner
Incorporator/Subscriber



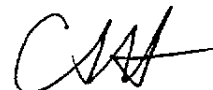
Lee H. Hudgins
Incorporator/Subscriber



Jason A. Wright
Incorporator/Subscriber

ACCEPTANCE BY REGISTERED AGENT

I am familiar with, and hereby accept, the duties and responsibilities of Registered Agent for LIFESTYLE OPTICAL CENTER, INC.



Craig S. Horner

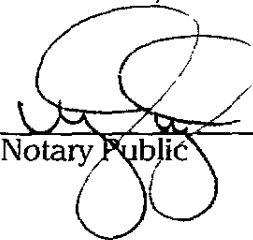
STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified to take acknowledgments, personally appeared CRAIG S. HORNER, who furnished a Florida Driver's License as identification, and he acknowledged that he executed the foregoing Articles of Incorporation for LIFESTYLE OPTICAL CENTER, INC.

WITNESS my hand and official seal at Vero Beach, Indian River County, Florida, this 12 day of April, 2003.



Mindy Maghan
My Commission DD135541
Expires July 21 2006

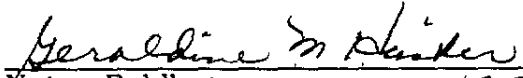


Notary Public

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified to take acknowledgments, personally appeared LEE H. HUDGINS, who furnished a Florida Driver's License as identification, and he acknowledged that he executed the foregoing Articles of Incorporation for LIFESTYLE OPTICAL CENTER, INC.

WITNESS my hand and official seal at Vero Beach, Indian River County, Florida, this 14th day of APRIL, 2003.



Notary Public GERALDINE M. HEISTER



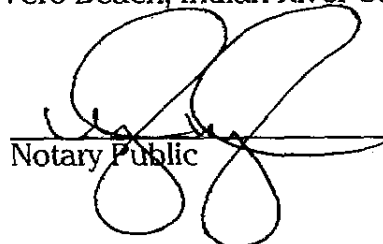
STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified to take acknowledgments, personally appeared JASON A. WRIGHT, who furnished a Florida Driver's License as identification, and he acknowledged that he executed the foregoing Articles of Incorporation for LIFESTYLE OPTICAL CENTER, INC.

WITNESS my hand and official seal at Vero Beach, Indian River County, Florida, this 12 day of April, 2003.



Mindy Maghan
My Commission DD135541
Expires July 21 2006



Notary Public