

**Electronic Articles of Incorporation
For**

P03000054801
FILED
May 16, 2003
Sec. Of State

SCRUPLES EYE OPTIQUE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SCRUPLES EYE OPTIQUE, INC.

Article II

The principal place of business address:

553 HARBOR COURT
DELRAY BEACH, FL. 33483

The mailing address of the corporation is:

553 HARBOR COURT
DELRAY BEACH, FL. 33483

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000,000

Article V

The name and Florida street address of the registered agent is:

JOHN M TERRY
9710 SUN POINTE DRIVE
BOYNTON BEACH, FL. 33437

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JOHN M. TERRY

Article VI

The name and address of the incorporator is:

JOHN M. TERRY
9710 SUN POINTE DRIVE
BOYNTON BEACH, FL 33437

Incorporator Signature: JOHN M. TERRY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P,S
LINDA KAROSAS
553 HARBOR COURT
DELRAY, FL. 33438

Title: VP,T
RAY KAROSAS
553 HARBOR COURT
DELRAY, FL. 33438

Article VIII

The effective date for this corporation shall be:

05/16/2003