

**Electronic Articles of Incorporation
For**

P05000001247
FILED
January 04, 2005
Sec. Of State
Ipooe

DOWNTOWN EYEWEAR & ACCESSORIES 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:

DOWNTOWN EYEWEAR & ACCESSORIES INC.

Article II

The principal place of business address:

32 SE 1 AVENUE
MIAMI, FL. 33131

The mailing address of the corporation is:

48 EAST FLAGLER STREET
SUITE #14
MIAMI, FL. 33131

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:

1,000 (ONE THOUSAND)

Article V

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

ELKY GOMEZ MS.
48 EAST FLAGLER STREET
SUITE # 14
MIAMI, FL. 33131

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

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Registered Agent Signature: ELKY GOMEZ

Article VI

The name and address of the incorporator is:

ELKY GOMEZ
48 EAST FLAGLER STREET SUITE # 14
MIAMI, FLORIDA 33131

Incorporator Signature: ELKY GOMEZ

Article VII

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

Title: P
ELKY GOMEZ
P.O. BOX 45-2452
MIAMI, FL. 33245

Title: VP
LOURDES NUNEZ
P.O. BOX 45-2452
MIAMI, FL. 33245

Article VIII

The effective date for this corporation shall be:

01/03/2005