

P05000010838

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

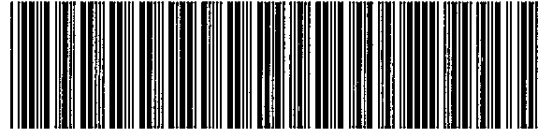
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FILED  
05 JAN 20 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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05 JAN 20 AM 9:45  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

9/1/24

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Optical Holdings, Inc.*

Signature \_\_\_\_\_

Requested by: *WL*

Name \_\_\_\_\_

Date *11/20*

Time *9:00*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

Courier \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**OPTICAL HOLDINGS, INC.**

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

**ARTICLE I**

**NAME**

The name of the corporation shall be OPTICAL HOLDINGS, INC. The principal place of business of this corporation shall be as follows:

Corporate Address:

620 N. MacEwen Drive  
Osprey, Florida 34229

**ARTICLE II**

**TERM OF EXISTENCE**

The term of existence of the corporation shall be perpetual.

**ARTICLE III**

**NATURE OF BUSINESS**

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct any or all lawful activities or business permitted under the laws of the United States, the

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State of Florida, or any other state, country, territory or nation. Notwithstanding the foregoing, OPTICAL HOLDINGS, INC., shall not engage in any business activity other than that which is directly related to the operation of a Pearle Vision retail optical or such other business operation as shall be approved in writing by Pearle Vision, Inc.

#### **ARTICLE IV**

#### **CAPITAL STOCK**

The total number of shares of stock which the corporation shall have authority to issue is 500 shares, all of which shall be common shares with a par value of \$1.00 per share. The total number of shareholders of the corporation shall not exceed five (5) individuals. The corporation shall neither issue, encumber nor assign nor permit the transfer of any shares in the corporation without Pearle Vision, Inc.'s prior written consent. The transfer of shares is subject to the terms and conditions of a Franchise Agreement with Pearle Vision, Inc. Reference is made to such Franchise Agreement and the restrictive provisions of the Articles of Incorporation and Bylaws of this Corporation.

#### **ARTICLE V**

#### **REGISTERED AGENT**

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

**Name and street address**

Kraig H. Koach, Esquire  
KIMBROUGH & KOACH, LLP.  
1530 Cross Street  
Sarasota, Florida 34236

**ARTICLE VI**

**BOARD OF DIRECTORS**

The corporation shall have a Board of Directors of Two (2) directors initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The name and address of the person who shall serve as the initial director of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and street address

**TIMOTHY F. FINLEY**  
620 MacEwen Drive  
Osprey, Florida 34229

**THOMAS ALLISON**  
13016 S. Meade  
Palos Heights, IL 60463

**ARTICLE VII**

**INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is:

Name and street address

**TIMOTHY F. FINLEY**  
620 MacEwen Drive  
Osprey, Florida 34229

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has executed these Articles of Incorporation this 7 day of January, 2005.

  
\_\_\_\_\_  
**TIMOTHY F. FINLEY, Incorporator**

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of January, 2005,  
by TIMOTHY F. FINLEY, who is personally known to me or who produced Florida Driver's  
License as identification, and who did take an oath.

Kraig H. Koach  
Notary Public  
My Commission Expires:



Kraig H. Koach  
My Commission DD290375  
Expires May 27 2008

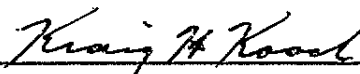
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
SERVICE MAY BE SERVED.**

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance  
with said act:

First, that OPTICAL HOLDINGS, INC., desiring to organize under the laws of the State of  
Florida, with its principal office as indicated in the Articles of Incorporation, at City of Sarasota,  
County of Sarasota, State of Florida, has named KRAIG H. KOACH, Esquire, Kimbrough &  
Koach, LLP, 1530 Cross Street, Sarasota, Florida 34236-7015, as its agent to accept service of  
process within this State.

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned hereby accepts the designation as registered agent of the above Corpora-  
tion. I accept the duties and obligations of Section 607.0505 Florida Statutes and agree to comply  
with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
KRAIG H. KOACH, Esquire