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FLORIDA PROFIT/NON PROFIT CORPORATION

Shades of Color Eyewear, Inc.

Certificate of Status	0
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DIVISION OF CORPORATION

2009 MAR -3 PM 1:00

ARTICLES OF INCORPORATION
OF
SHADES OF COLOR EYEWEAR, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

Shades of Color Eyewear, Inc. shall be the name of this corporation, and the mailing address and its principal office shall be: 1134 Skye Lane, Palm Harbor, FL 34683.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have on hand at any time is 10,000 shares of common stock having \$1.00 par value. The authorized capital stock may be paid for in cash, services or other property at a just value to be fixed by the board of directors of the corporation at any regular or special meeting of the same.

ARTICLE IV - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 1134 Skye Lane, Palm Harbor, FL 34683, and the name of the initial registered agent of the corporation at that address is: Suzanne Huston. Having been so named to accept said service of process, said registered agent hereby accepts said designation to act in said capacity and agrees to comply with the provisions of the Florida Statutes relating to keeping open said office and so accepts by signing the Articles of Incorporation hereunder.

ARTICLE V - SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code.

ARTICLE VI - INCORPORATOR

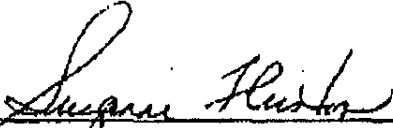
Incorporator

Address

Suzanne Huston

1134 Skye Lane
Palm Harbor, FL 34683

IN WITNESS WHEREOF, I, the undersigned, have set my hand and seal to the foregoing Articles of Incorporation for Shades of Color Eyewear, Inc. and acknowledge the same under the laws of the State of Florida, this 1st day of March, 2009.


Suzanne Huston
Incorporator and Registered Agent

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