P95000008858

MIRKIN & WOOLF, BA.

Attorneys at Law

Flagler Federal Tower - Suite 580 1700 Palm Beach Lakes Bled. West Palm Beach, Florida 33401 phone 407-687-4460 fax 407-687-3447

January 20, 1995

500001353648 -01/25/95--01022--020 ****122.50 ****122.50

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

Re: Articles of Incorporation

Gentlemen:

Enclosed for filing please find an original and one copy of Articles of Incorporation for The Optical Connection, Inc.

Also enclosed please find a check in the amount of \$122.50 to cover the filing fee and fee for a certified copy. Please mail the certified copy to me at the address above.

Thank you for your immediate attention to this matter.

Very truly yours,

MIRKIN & WOOLF, P.A.

Lisa D. Lowery Legal Secretary

/ldl Enclosures

cc: Douglas M. Glass

W95, W54

FILED

55 FEB -2 PH 1: 20

55 FEB -2 PH 1: 20

FILED

c:letters\dept-st.oci

Attorneys at Law

95 FEB -2 PH 12: 19

MOTALISM OF CHISTON

Flagler Federal Tower - Suite 580 1700 Palm Beach Lakes Blvd, West Palm Beach, Florida 33401 phone 407-687-4460 fax 407-687-3447

February 1, 1995

Via hand delivery
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Re: Articles of Incorporation

Ladies and Gentlemen:

Enclosed for filing please find an original and one copy of Articles of Incorporation for Glass & Stalvey Inc.

On January 20, 1995 we mailed to you Articles of Incorporation for The Optical Connection, Inc. Subsequent to that submission, we discovered that the name The Optical Connection, Inc. was not available for a new incorporation. We trust that you have kept the check in the amount of \$122.50 submitted with the prior set of Articles to cover the filing fee and fee for a certified copy. Please apply that amount to the Articles of Incorporation submitted herewith.

Kindly give our messenger a certified copy of the newly submitted Articles of Incorporation.

Thank you.

Very truly yours,

MIRKIN & WOOLF, P.A.

Mark H. Mirkin

MHM/cmf

cc: Douglas M. Glass

d:\data\mhm\optical.con\div-corp.ltr

Dreshers Laving

2:30

2-2-95

there is Michelle Beal 222.4791

					' : _
OFFICE USE ONLY (Document 1)					
(Requestor's Name)	8				
(Address)					
(City, State, Zip) (Pho	one #)				
		OFFICE USE ONLY			
			<u> </u>		
1. Hass Hali		BER(S) (if known):	arry of Michel	mesho Le Bea	-6891 -6891
(Corporation Name)		(Document #)	<u> </u>		
Corporation Name) 3.		(Document #)	<u></u>		
(Corporation Name)	· · · · · · · · · · · · · · · · · · ·	(Document #)			
4. (Corporation Name)	·	(Document #)			
Walk in Pick up time	<u> 230</u>	Certified Cop	ov.		
			•		
Mail out Will wait	Photocopy	Certificate of	Status		
NEW FILINGS	AMENDME	ENTS			
Profit	Amendment				
NonProfit	Resignation of R.				
Limited Liability	Change of Registered Agent				
Domestication	Dissolution/Withdrawal				
Other	Merger				
		·	•		
OTHER FILNGS	REGISTRATION				
Annual Report	QUALIFICATION	N _{12 (2.2})			
Fictitious Name	Foreign				
Name Reservation	Limited Partnershi	ip			
	Reinstatement				
	Trademark				
	Other	Fx	aminer's Initials		
		120			

CR2E031(9/92)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 30, 1995

LISA D. LOWERY MIRKIN & WOOLF, P.A. 1700 APLM BEACH LAKES BLVD., #580 W. PALM BEACH, FL 33401

SUBJECT: THE OPTICAL CONNECTION, INC.

Ref. Number: W95000002054

We have received your document for THE OPTICAL CONNECTION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown Corporate Specialist

Letter Number: 095A00003771

ARTICLES OF INCORPORATION

OF

GLASS & STALVEY INC.

95 FEB - 2 PM 1: 20
TALLAMASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the Corporation shall be Glass & Stalvey Inc. The principal place of business shall be 5875 Lake Worth Road, Greenacres, Florida 33463.

ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in or transact all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The total number of shares which the Corporation shall have authority to issue is one million (1,000,000) shares of common stock having a par value of \$0.01 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation is 5875 Lake Worth Road, Greenacres City, Florida 33463 and the name of the initial registered agent of the Corporation at that address is Pamela A. Stalvey.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This Corporation shall have two (2) directors initially. The names and addresses of the initial members of the Board of Directors are Douglas M. Glass, 5875 Lake Worth Road, Greenacres City, Florida 33463 and Brian Gay, 5875 Lake Worth Road, Greenacres City, Florida 33463.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Mark H. Mirkin, Esq., 1700 Palm Beach Lakes Blvd., Suite 580, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 27th day of January, 1995.

Mark H. Mirkin, Esq

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

The following is submitted in accordance with the requirements c Thapter 48.091, Florida Statutes:

GLASS & STALVEY INC., desiring to organize under the laws of the State of Florida with its registered office address, as indicated in the Articles of Incorporation, as 5875 Lake Worth Road, Greenacres City, Florida 33463, has named PAMELA A. STALVEY as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

15000008

MIRKIN & WOOLF, PA.

DIVISION OF CORPORATIONS

Attorneys at Law

95 FEB 14 AM 10: 13 Ser Federal Tower - Suite 580 1700 Palm Beach Lakes Blud. West Palm Beach, Florida 33401 phone 407-687-4460 fax 407-687-3447

> OUCIDO 14 OCCIDO -02/14/35--01034--011 *****87.50 *****87.50

February 10, 1995

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

Re: Articles of Amendment

Gentlemen:

Enclosed for filing please find an original and one copy of Articles of Amendment to the Articles c Incorporation of Glass & Stalvey Inc.

Also enclosed please find a check in the amount of \$87.50 to cover the filing fee and fee for a certified copy. Please mail the certified copy to me at the address above.

Thank you for your immediate attention to this matter.

ery truly yours,

MIRKIN & WOOLF, P.A.

intern comp Mark H. Mirkin

MHM/cmf

Douglas M. Glass

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF GLASS & STALVEY INC.

Pursuant to the provisions of the Florida Statutes, on February (, 1995 all of the shareholders and directors of Glass & Stalvey Inc., a Florida corporation (the "Corporation"), adopted the following resolutions by action without a meeting:

RESOLVED:

That the name of the Corporation should be changed to Eye Designs of the Palm Beaches,

Inc.

RESOLVED:

That the Articles of Incorporation as filed with the Secretary of State of Florida on February 2, 1995 should be amended to reflect the change of name of the Corporation.

NOW THEREFORE, in accordance with the foregoing resolutions, Article I of the Corporation's Articles of Incorporation is deleted in its entirety and is amended to read as follows:

ARTICLE I. NAME

The name of the Corporation shall be Eye Designs of the Palm Beaches, Inc.

IN WITNESS WHEREOF, the President of the Corporation has adopted and submitted this instrument this 9 day of February, 1995.

Douglas M. Glass, President