

S

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-02-0
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000002784))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: DESIGNER DISCOUNT OPTICAL, INC.
FAX AUDIT NUMBER: H95000002784 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/10/1995 TIME REQUESTED: 12:05:50
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H95000002784)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:06:1

FILED
95 MAR 10 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/10

RECEIVED
95 MAR 10 PM 1:16

4017 MINNCK H

The name of the corporation is Designer Discount Optical, Inc.,

The corporation shall have perpetual existence commencing on the date of filing.

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

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) per value common stock, which shall be designated "Common Shares".

The name and address of the initial registered agent of this corporation is Kirk D. DeLeon, Esq., 2 N.E. 40th Street, 2nd Floor East, Miami, Florida 33137.

The principal office of the corporation will be located at 2 N.E. 40th Street, 3rd Floor, Miami, Florida 33137.

The affairs Designer Discount Optical, Inc., shall be managed by a Board of Directors and administered by a President, one or more Vice Presidents, and such other officers and the Board of Directors shall deem desirable. Officers need not be Directors. The officers shall be elected by a majority of those Directors present at the first regularly scheduled meeting of the

Kirk D. DeLeon, Esq. F. BAR NO. 989959
2 N.E. 40th ST. 2nd FLOOR
MIAMI, FL 33137 (805) 573.0104

DIV CORP ELT F1 P.16

OL

MAR-10-1995 12:52 FROM EMPIRE

דער
שולחן
ערוך

95Mm 10 Pii 2:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4 8 7 7 00000 H

Designer Discount Optical Inc. 2

Board of Directors held each year at this a quorum is present. Each Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation who shall serve under and their addresses are as follows.

President, Vice President, and Secretary - Solomon Ovadia

2 N.E. 40th Street, 3rd Floor
Miami, Florida 33137

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director. The number of Directors may be increased or diminished from time to time by the By Laws of the but shall never be less than one (1) The names and addresses of the director of this corporation is:

Solomon Ovadia

2 N.E. 40th Street, 3rd Floor
Miami, Florida 33137

ARTICLE IX - BYLAWS

The By Laws of the corporation may be adopted, altered amended or repealed by either the Stockholders or the Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Designer Discount Optical Inc. 3

ARTICLE XII - INCORPORATOR

The name and address of the incorporator, who is also the person signing these Articles is:

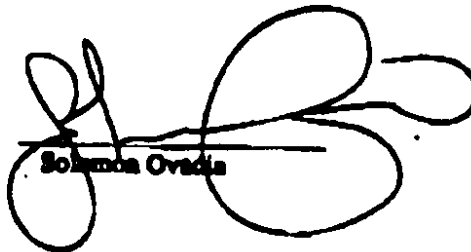
Solomon Ovadia

2 N.E. 40th Street, 3rd Floor
Miami, Florida 33137

ARTICLES XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Article of Incorporation at Miami, Florida on the 10th day of March, 1995.


Solomon Ovadia

H 9500000 2784

U 7200000 2704

H 9500000 2784

Designer Discount Optical Inc. 4

STATE OF FLORIDA]

COUNTY OF DADE]

BEFORE ME, the undersigned authority, personally appeared SOLOMON OVADIA who is personally know to me and who has provided a Florida Drivers License as identification to verify identity, and he subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to the law that he made an subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, DADE County, Florida, this 10th day of March 1995.

My Commission Expires:



[Signature]
Notary Public of the State
of Florida at Large



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts to act in the capacity of Registered Agent for Designer Discount Optical, Inc., and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 10th day of March, 1995.

[Signature]
Kirk D. DeLeon, Esq.

This instrument prepared by:

Kirk D. DeLeon, P.A.
2 N.E. 40th Street
2nd Floor East
Miami, Florida 33137
(305) 573-0104

489959

FILED
95 MAR 10 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 9500000 2784