

P95000030090

MICHAEL J. FREEMAN, P.A.

153 Sevilla Avenue
Coral Gables, Florida 33134-6088

P.O. Box 140668
Coral Gables, Florida 33114-0668

Tel. (305) 442-1567
Tel. (305) 442-1227

March 27, 1995

EXPRESS MAIL: TB207095251US

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

700001442017
-03/28/95--01133--004
***122.50 ***122.50

Re: Incorporation of: LE SPEC, INC.

Gentlemen:

Enclosed please find the following documents for filing for the above corporation:

1. Original and copy of Articles of Incorporation;
2. Original and one copy of Certificate Designating Resident Agent and Acceptance of Agent;
3. My office check #8954 in the amount of \$122.50 as payment for the following:

Filing Fee	35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Charter	52.50
	<u>\$122.50</u>

Enclosed for your convenience is a self-addressed, prepaid express mail envelope to send me a certified copy of the Articles of Incorporation, and the Certificate Designating Resident Agent.

Thank you in advance for your prompt attention to this matter.

Very truly yours,

Michael J. Freeman
MICHAEL J. FREEMAN

75450000
7070
W95
MJF:lc
enc:
2866-1SS

B. REGISTER APR 18 1995

FILED
95 APR 18 AM 10 11
SECRETARY OF STATE
TALLAHASSEE FLORIDA



MY SPEX, INC.

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1995

MICHAEL J. FREEMAN, P.A.
153 SEVILLA AVENUE
CORAL GABLES, FL 33134-6088

SUBJECT: LE SPEC, INC.
Ref. Number: W95000007070

We have received your document for LE SPEC, 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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 495A00014723

Law Office
MICHAEL J. FREEMAN, P.A.
153 Sevilla Avenue
Coral Gables, Florida 33134-6088

P.O. Box 140668
Coral Gables, Florida 33114-0668

Tel. (305) 442-1567
Tel. (305) 442-1227

April 14, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Re: Incorporation of: MySpex, INC.

Reference: Number W95-000007070

Gentlemen:

Thank you for your letter dated March 31, 1995.

Enclosed please find the following documents for filing for the above corporation:

1. Original and copy of Articles of Incorporation:
2. Original and one copy of Certificate Designating Resident Agent and Acceptance of Agent;

Enclosed for your convenience is a self-addressed, return mail envelope to send me a certified copy of the Articles of Incorporation, and the Certificate Designating Resident Agent.

Thank you in advance for your prompt attention to this matter.

Very truly yours,



MICHAEL J. FREEMAN

MJF:lc
enc:
2866-155

ARTICLES OF INCORPORATION
OF
MYSPEX, INC.

FILED
95 APR 18 AM 10:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is Myspex, Inc., a Florida Corporation.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general nature of the business to be transacted by this corporation is manufacturing, distribution and sale of eye glasses. This corporation shall have the powers as enumerated in Section 607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

ARTICLE IV

The principal place of business for this corporation is 5817 Sunset Drive, South Miami, Florida, 33143.

ARTICLE V

The mailing address of this corporation is:

5817 Sunset Drive
South Miami, Florida 33134

ARTICLE VI

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE VII

Every shareholder, upon the sale for cash or any new stock of this corporation, shall have the same kind, class or series as that

which he already holds, shall have the right to purchase his 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.

ARTICLE VIII

The street address of the initial registered office of this corporation is and the name of the initial registered agent of this corporation at that address is:

M.J.F. REGISTERED AGENT CORP.
153 Sevilla Avenue
Coral Gables, Florida 33134

ARTICLE IX

The name and post office address of the director of this corporation is as follows:

Edward W. Beiner
5817 Sunset Drive
South Miami, Florida 33143

ARTICLE X

The corporation shall have one (1) director initially. The number of directors may be increased from time to time in accordance with the By-Laws of the corporation adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer.

The corporation shall reimburse such persons for all costs, legal and other expenses reasonably incurred by him in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

ARTICLE XI

The name and address of the person signing these Articles is as follows:

Edward W. Beiner
5817 Sunset Drive
South Miami, Florida 33143

ARTICLE XII

Shares held by the initial shareholder may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE XIII

These Articles of Incorporation may be amended by manner provided by law. Every amendment shall be approved by the directors, properly proposed by them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

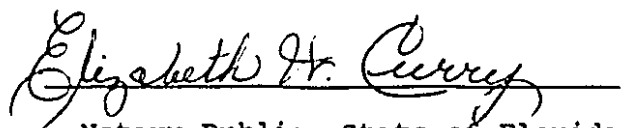
IN WITNESS WHEREOF, the party hereto has hereunto set his hand
and seal at Miami, Dade County, Florida, this 23 day of March,
1995.


EDWARD W. BEINER, President

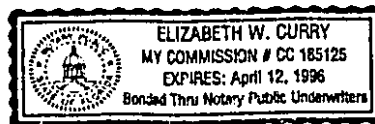
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME personally appeared EDWARD W. BEINER, with knowledge
that he is the incorporator and director named in the foregoing
Articles of Incorporation and that he acknowledged before me that
he executed the foregoing Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 23 day of March,
1995.


Notary Public, State of Florida

My commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

MYSPEX, INC.
FIRST--THAT ~~LE SPEC, INC.~~, A FLORIDA CORPORATION,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL
GABLES, STATE OF FLORIDA, HAS NAMED M.J.F. REGISTERED AGENT CORP.,
A FLORIDA CORPORATION, LOCATED AT 153 SEVILLA AVENUE, CITY OF CORAL
GABLES, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

MySpex, Inc.

~~Le Spec, Inc.~~

a Florida Corporation

By: Edward W. Beiner

Date: 3-23-95

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

M.J.F. REGISTERED AGENT CORP.
a Florida corporation

By: MICHAEL J. FREEMAN
MICHAEL J. FREEMAN, President

Date: 3-23-95

P9500030090

ARTICLES OF MERGER
Merger Sheet

MERGING:

MYSPEX, INC., a Florida corporation, document number P95000030090

INTO

COCO LUNETTE INTERNATIONAL, INC., a Florida corporation,
P96000072792

File date: November 27, 1996

Corporate Specialist: Karen Gibson