

08/03/95 0:122 FAX-T CORPORATION AGENTS (305) 592-591 P 001

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UR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'. --CHARGED, PLEASE ENTER YO

8/03/95 FLORIDA DIVISION OF CORPORATIONS 1:07 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAX-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- 33401-6194
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: STIL OPTIC USA CORPORATION
FAX AUDIT NUMBER: H95000008536 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/03/1995 TIME REQUESTED: 13:07:22
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 071001002335

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08/04/95 01:33
00/03/1995 00:59

FAS-T CORPORATE AGENTS
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(305) 592-9591
WM BUSTAMANTE EYN

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ARTICLES OF INCORPORATION OF STIL OPTIC USA CORPORATION

I, the undersigned incorporator, hereby make, subscribe and acknowledge, and file with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name and mailing address of this Corporation shall be:

STIL OPTIC USA CORPORATION
P.O. BOX 23-3178
Miami, Florida 33283

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of one cent par value common stock, which shall be designated "Common Stock".

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ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, 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 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 VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 12111 S.W. 113 Avenue, Miami, Florida 33176 and the name of the initial registered agent of this Corporation at that address is LUISA GOMEZ.

ARTICLE VII - INITIAL BOARD OF

DIRECTORS

This Corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1. The name(s) and address(es) of the initial director(s) of this Corporation is (are):

LUISA GOMEZ
PRESIDENT

12111 S.W. 113 Avenue
Miami, Florida 33176

ALFONSO GOMEZ
VICE PRESIDENT

12111 S.W. 113 Avenue
Miami, Florida 33176

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name and address(es) of the person(s) signing these articles is

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FAS-T CORPORATE AGENTS
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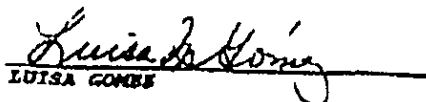
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(are):

LUISA GOMES

12111 S.W. 113 Avenue
Miami, Florida 33176

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have)
executed these articles of incorporation this 31 day of
July, 1995.

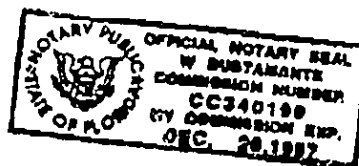

LUIZA GOMES

STATE OF FLORIDA)
COUNTY OF DADE) SS

I HEREDY CERTIFY that the foregoing articles of incorporation were
acknowledged before me this 31 day of July, 1995, by LUISA GOMES, who is
personally known to me, and who did take an oath.


NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

MY COMMISSION EXPIRES:



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

In compliance with Section 607.034 of the Florida Statutes, the
following is submitted:

STIL OPTIC USA CORPORATION

desiring to organize or qualify under the laws of the State of Florida,

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88/03/1995 88:59

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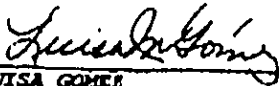
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with its principal office, as indicated in the Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named LUISA GOMES, located at 12111 S.W. 113 Avenue, Miami, Florida, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

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 all said Act relative to keeping open said office.

Dated this 31 day of July, 1995.



LUISA GOMES
AS REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA