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LAW OFFICE
KOZYAK TROPIN & THROCKMORTON, P.A.

PROFESSIONAL ASSOCIATION
2800 FIRST UNION FINANCIAL CENTER
200 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2335

TELEPHONE (305) 372-1800
TELECOMMER (305) 372-3508

July 28, 1995

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

500001551345
-08/02/95--01056--001
****122.50 ****122.50

Re: Here's Looking At You, Inc.

Dear Sir/Madam:

I enclose the original Articles of Incorporation for the above-named corporation. A check made payable to the Florida Secretary of State for \$122.50 is also enclosed representing your filing fees. Please return the certified copy of the Articles of Incorporation in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Y. Paz
Yamile C. Paz
Legal Assistant

YCP/sar
Enclosure
cc: Mr. Luis Cristobol

43467.1

WFS 15614
06/28
06/29
06/21
06/21
5/3/95
(75)



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 3, 1995

YAMILE C. PAZ
200 SOUTH BISCAYNE BLVD.
2800 FIRST UNION FINANCIAL CENTER
MIAMI, FL 33131-2335

SUBJECT: HERE'S LOOKING AT YOU, INC.
Ref. Number: W95000015614

We have received your document for HERE'S LOOKING AT YOU, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

You must list at least one incorporator with a complete business street address.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 695A00036511

**ARTICLES OF INCORPORATION OF
HERE'S LOOKING AT YOU, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is Here's Looking At You, Inc., having its principal place of business at 17 Campina Court, Coral Gables, Florida 33134.

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized is

1. To engage in the retail business of selling sunglasses.
2. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or are necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100 shares of common stock. Such shares shall be of a single class, and shall be without par value.

**ARTICLE FIVE
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 17 Campina Court, Coral Gables, Florida 33134 and the name of its initial registered agent at such address, is Marta Cristobol.

**ARTICLE SIX
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The name of each person who is to serve as a member of the board of directors is:

Luis Cristobol
17 Campina Court
Coral Gables, Florida 33134

Marta Cristobol
17 Campina Court
Coral Gables, Florida 33134

Executed by the undersigned on July 28th, 1995.

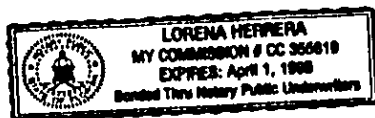
STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

Yamile Paz
Yamile C. Paz, Incorporator
200 S. Biscayne Blvd., Suite 2800
Miami, FL 33131

The foregoing instrument was acknowledged before me this 28th of July, 1995 by Yamile C. Paz, who is personally known to me.

Lorena Herrera
NOTARY PUBLIC, STATE OF FLORIDA AT
LARGE
Print Name: Lorena Herrera

My Commission Expires:



HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED HEREIN, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Marta Cristobal
Marta Cristobal

RECEIVED
JAN 17 1962
FBI - MIAMI
JAN 17 1962
FBI - MIAMI