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: DIVISION OF CORPORATIONS

FROM: RICARDO MARTINEZ-CID, P.A.

DEPARTMENT OF STATE

1699 CORAL WAY

STATE OF FLORIDA

SUITE 510

409 EAST GAINES STREET

MIAMI FL 33145-

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TALLAHASSEE, FL 32399

CONTACT: RICARDO MARTINEZ-CID

(904) 922-4000

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FAX: (305) 858-2513

H96000004779))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: EYEBRANDS CORPORATION

FAX AUDIT NUMBER: H96000004779

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/03/1996

TIME REQUESTED: 13:10:32

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

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04/03/1996

FLORIDA BAR NO. 157029 / AUDIT NUMBER: H96000004779

ARTICLES OF INCORPORATION
OF
EYEBRANDS CORPORATION

Article I - Name

The name of this corporation is EYEBRANDS CORPORATION

Article II - Purpose

This corporation is organized to market, trade and otherwise deal in quality optic frames, and for all other lawful businesses.

Article III - Capital Stock

This corporation is authorized to issue five million (5,000,000) shares of One and No/100 (\$1.00) Dollar par value common stock.

Article IV - Presumptive Rights

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V - Initial Principal, Registered Office and Agent

The initial principal address and registered office of this corporation is 1411 Coral Way, Miami, Florida 33145.

The name of the initial Registered Agent of this corporation is Ana M. Menendez of 1411 Coral Way, Miami, Florida 33145.

Article VI - Initial Board of Directors and Officers

This corporation shall have one (1) director initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are Ana M. Menendez of 1411 Coral Way, Miami, Florida 33145, who shall also serve as the initial president/treasurer/secretary of the corporation.

Prepared by: Ricardo Martinez-Cid
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Article VII - Incorporator

The name and address of the persons signing these Articles is Ana M. Menendez of 1411 Coral Way, Miami, Florida 33145.

Article VIII - Beginning of Corporate Existence

This corporation shall begin its corporate existence on the date these articles are filed with the Secretary of State.

Article IX - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated has executed these Articles of Incorporated, this March 27, 1996.

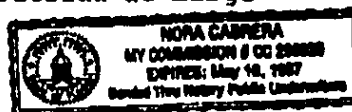
Ana M. Menendez
Ana M. Menendez

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public, personally appeared Ana M. Menendez, is personally known to me or provided his Florida driver's license as identification, and he acknowledged before me that he executed the same, and he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this March 27, 1996.

Nora Cabrera
Notary Public
State of Florida at Large



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CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That EYEBRANDS CORPORATION, desiring to organize under the laws of the State of Florida, which will have its principal office in the State of Florida, County of Dade, has named Ana M. Menendez, located at 1411 Coral Way, Miami, Florida 33145, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of
EYEBRANDS CORPORATION

to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes, this March 27, 1996.

A. M. Menendez
Ana M. Menendez
Registered Agent

Prepared by: Ricardo Martinez-Cid
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