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Attorney at Law

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April 17, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600001789526
-04/22/96--01106--009
****122.50 ****122.50

To whom it may concern:

Enclosed is an original and duplicate original of the Articles of Incorporation for:

MER-LENS EYES, INC.

The filing fee of \$122.50 along with a return addressed stamped envelope have also been enclosed for your convenience.

Your cooperation in this matter has been sincerely appreciated.

Yours very truly,


ALFRED MANHEIM, P.A.
BY: Alfred Manheim, Esquire

AM/km

Enclosures

FILED
96 APR 22 PM 4:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 4/26/96

96 APR 22 PM 10:41
DEPT. OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MER-LENS EYES, INC.**

The undersigned subscriber to these Articles of Incorporation, IGNACIO RUBEN CYTRYNOWICZ a natural person competent to contract, hereby associates himself to form a corporation under the Laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation is:

MER-LENS EYES, INC.

**ARTICLE II
NATURE OF BUSINESS**

The general nature of the business is:

Supervise and procure custom and special order optical lenses for special applications including export.

It is intended that the objects of business mentioned herein are not to limit or restrict the powers of said corporation, and the corporation shall have, enjoy, and exercise all of the powers and rights now or hereafter conveyed by Statute on corporations.

The corporation is formed upon the articles, conditions, and provisions herein expressed and subject in all particulars to the limitations relating to corporations which are contained in the general laws of this State.

**ARTICLE III
CAPITAL STOCK**

There shall be one class of non-assessable Common Stock.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time are:

1000 shares at \$1.00 par value - non-assessable.

No stockholder of this Corporation shall have the right to accumulate his votes at any election for directors or on any other subject or proposition that may be submitted to the shareholders at any annual or special meeting of such stockholders. However, this non-cumulative voting clause may be amended by a vote of two-thirds (2/3) of all of the stockholders at an annual meeting.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which the corporation will begin business is:

\$500.00

**ARTICLE V
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI
ADDRESS**

The initial post office address of the principal office of this Corporation in the State of Florida is:

MER-LENS EYES, INC.
11439 SW 132nd Place, Unit #1
Miami, Florida 33186

**ARTICLE VII
DIRECTORS**

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders.

**ARTICLE VIII
INITIAL DIRECTORS**

The name(s) and post office addresses of the members of the first Board of Directors are:

IGNACIO RUBEN CYTRYNOWICZ	11439 SW 132nd Place, Unit #1 Miami, Florida 33186
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**ARTICLE IX
SUBSCRIBERS**

The name and post office address of the subscriber of these Articles of Incorporation, the number of shares of stock he agrees to take, and the value of the consideration therefor are:

<u>NAME</u>	<u>SHARES</u>	<u>VALUE</u>
IGNACIO RUBEN CYTRYNOWICZ 11439 SW 132nd Place, Unit #1 Miami, Florida 33186	10	\$500.00

**ARTICLE X
AMENDMENT**

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


IGNACIO RUBEN CYTRYNOWICZ

96 APR 22 PM 4:41

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 14th day of April, 1996 by IGNACIO RUBEN CYTRYNOWICZ as a subscriber in and to the aforementioned Corporation and acknowledged before me that he subscribed to those Articles of Incorporation. He is personally known to me and did take an oath.



KIMBERLY MARKOWSKI
My Commission CC311188
Expires Aug. 25, 1997
Bonded by HAI
800-422-1855

Kimberly Markowski
NOTARY PUBLIC

CERTIFICATE DESIGNATING RESIDENT AGENT

That IGNACIO RUBEN CYTRYNOWICZ desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Miami, County of Dade, State of Florida, has named ALFRED MANHEIM, ESQ. located at 5901 SW 74th Street, Suite 403, Miami, Florida 33143 County of Dade, State of Florida, as its agent to accept service of process within this State.

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 provision of said Act relative to keeping open said office.

ALFRED MANHEIM
REGISTERED AGENT
ALFRED MANHEIM, ESQ.

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 14th day of April, 1996 by ALFRED MANHEIM, ESQ. to me known to be the person described as the resident agent, and who executed the foregoing and acknowledged before me that he executed the foregoing "Certificate Designating Resident Agent" and he is personally known to me and did take an oath.



KIMBERLY MARKOWSKI
My Commission CC311188
Expires Aug. 25, 1997
Bonded by HAI
800-422-1855

Kimberly Markowski
NOTARY PUBLIC