

*H96000045548*

5/28/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM

11:43 AM

(((H96000007431)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: FAS-T CORP. AGENTS, INC.  
8405 NW 53RD ST  
SUITE C-100  
MIAMI FL 33166-  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305) 599-0839  
FAX: (305) 592-9591

(((H96000007431)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: OCCHIALI USA, INC.  
FAX AUDIT NUMBER: H96000007431

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/28/1996

TIME REQUESTED: 10:09:03

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H96000007431)))

\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND CR:

FILED  
96 MAY 29 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
5/28/96

DIVISION OF CORPORATIONS

96 MAY 28 AM 11:45

RECEIVED

May 28, 1996

FAS-T CORP. AGENTS, INC.

MIAMI, FL

SUBJECT: OCCHIALI USA, INC.  
REF: W96000011265

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

THERE IS A TRADE MARK USING THE WORD \*\*OCCHIALI\*, THIS TRADEMARK ALSO HAS A CORPORATION NAME :OCCHIALI, INC. AND BOTH ARE LOCATED IN MIAMI. ACCORDING TO THE NAME RULE, THE NAME YOUR CLIENT CHOOSE IS AVAILABLE, BUT IT IS MY JOB TO LET THEM KNOW OF THE OTHER NAMES THEY MAY HAVE A PROBLEM WITH LATER. IF HE STILL WISH TO FILE HIS NAME AS IT, PLEASE RE-FAX THIS LETTER WITH A NOTE STATING FILE NAME AS IS.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H96000007431  
Letter Number: 696A00026562

DIVISION OF CORPORATIONS

96 MAY 29 PM 1:25

RECEIVED

Miami, May 28th., 1996


**TO WHOM IT MAY CONCERN**

This is to inform that Mr. Farache is the owner of Occhiali, Inc. a Corporation doing business in the State of Florida and also he is the owner of the Trade Mark OCCHIALI.

He is now opening a new corporation: Occhiali USA, Inc.

If you have any question regarding this matter, please contact me to your earliest convenience.

Sincerely yours;

  
Emerson Carmona  
Public Accountant

FILED  
96 FEB 29 PM 3 55  
000007431  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

### ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS : OCCHIALI USA, INC.

### ARTICLE II - PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF FLORIDA.

### ARTICLE III - CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE AND 00/100 DOLLAR (\$1.00) PER VALUE COMMON STOCK.

### ARTICLE IV - PREEMPTIVE RIGHTS

EVERY STOCKHOLDER, UPON THE SALE FOR CASH OF ANY 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 - RESTRICTIONS ON TRANSFER OF STOCK

SHARES OF CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED INITIALLY TO THE FOLLOWING AND IN THE AMOUNT SET OPPOSITE THEIR NAMES:

ISAAC FARACHE 1000

SHARES HELD BY THE INITIAL SHAREHOLDER LISTED ABOVE 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 THE CORPORATION.

### ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

THE MAILING ADDRESS AND THE CORPORATION'S PRINCIPAL OFFICE IS:

Prepared by: EC PROFESSIONAL SERVICES  
6850 Coral Way Ste. #206-B  
Miami, Fl 33155  
(305) 665-8089

H96000007431

**6850 CORAL WAY  
STE. 206-B  
MIAMI FL 33155**

**ARTICLE VII - REGISTERED OFFICE AND AGENT**

**THE INITIAL REGISTERED OFFICE ADDRESS AND THE INITIAL AGENT OF THIS CORPORATION IS:**

**ISAAC FARACHE  
6850 CORAL WAY  
STE. 206-B  
MIAMI FL 33155**

**ARTICLE VIII - INITIAL BOARD OF DIRECTOR**

**THIS CORPORATION SHALL HAVE 2 DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DISMINISHED FROM TIME TO TIME BY THE LAWS. THE INITIAL DIRECTORS ARE:**

**ISAAC FARACHE**

**ARTICLE IX - INITIAL OFFICERS**

**THE NAME AND ADDRESS OF THE INITIAL OFFICER IS:**

**ISAAC FARACHE  
6850 CORAL WAY  
STE. 206-B  
MIAMI FL 33155**

**ARTICLE X - INCORPORATOR**

**THE NAME AND ADDRESS OF THE PERSON SIGNING THE ARTICLE IS:**

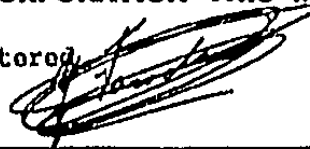
**ISAAC FARACHE  
6850 CORAL WAY STE 206-B  
MIAMI FL 33155**

**ARTICLE XI - BY LAWS**

**THE POWER TO ADOPT, ALTER, AMEND OR APPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND IN THE SHAREHOLDERS.**

**IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLE OF INCORPORATION THIS MAY 5TH OF 1996.**

I accept the designation of registered agent



Incorporator and registered agent

**STATE OF FLORIDA  
COUNTY OF DADE**

**BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED ISAAC FARACHE KNOWN TO ME AND KNOWN BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGES BEFORE ME THAT HE EXECUTED THOSE ARTICLES OF INCORPORATION AND HE ACCEPTS THE DUTIES AND RESPONSABILITIES AS REGISTERED AGENT FOR SAID CORPORATION.**

**FILED  
96 MAY 29 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**