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FROM: EMPIRE CORPORATE KIT COMPANY
1402 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 03-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

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NAME: OPTIC TECH USA, INC.

FAX AUDIT NUMBER: H96000009064 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/28/1996 TIME REQUESTED: 12:31:32
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
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Prepared By:
Pablo Bared
3191 Coral Way
Third Floor
Miami, Fl 33145
305 443 6123
Bared & Associates

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

OPTIC TECH USA, INC., a Florida corporation

ARTICLE I
NAME

The name of this corporation is: OPTIC TECH USA, INC., a Florida corporation.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is: 2201 NW 102 Place, Miami, Florida 33172.

ARTICLE III
DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, Tallahassee, Florida.

ARTICLE IV
PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business.

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ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue One Hundred 100 shares of $1.00 par value common stock.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3191 Coral Way, Third Floor, Miami, Florida 33145, and the name of the registered agent of this corporation is PABLO R. BARED.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

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

1. Helga Diaz Director/President/Secretary

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Helga Diaz, of 1000 Asturia Avenue, Coral Gables, Florida 33134.

ARTICLE IX
BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

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ARTICLE XI
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 20th day of June, 1996.

Helga Diaz

HELGA DIAZ, Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 20th day of June, 1996.

[illegible]

NOTARY PUBLIC,

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
[illegible]
COMMISSION NUMBER
[illegible]
MY COMMISSION EXPIRES
MAR. [illegible]

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for OPTIC TECH USA, INC., at place designated in the Articles of Incorporation, PABLO R. BARED, agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, Fla. Stat. (1981) relative to keeping open such office until such time as he shall notify the corporation of his resignation.

DATED in Miami, Dade County, Florida on June 28, 1996

PABLO R. BARED

This instrument prepared by:
Bared & Associates, P.A.
Madison Circle Building
3191 Coral Way, Third Floor
Miami, Florida 33145
(305) 443-6163

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