P 96 0000 57031

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE: Both Eyes, Inc.

NAME _____

FIRM _____

ADDRESS _____

_____

_____

PHONE ( ) _____

Service: Top Priority _____ Regular _____
      One Day Service   Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee $ _____ Our $ _____

		C.C./FEB.	DISBURSED
_____ Capital Express™			
✓ Art. of Inc. File _____			
_____ Corp. Record Search			
_____ Ltd. Partnership File			
_____ Foreign Corp. File			
_✓_ Cert. Copy(s) Photo			
_____ Art. of Amend. File			
_____ Dissolution/Withdrawal G I S			
✓ C U S.			
_____ Fictitious Name File			
_____ Name Reservation	3000018860!!!		
_____ Annual Report/Reinstatement	07/08/96 01025 004		
_____ Reg. Agent Service	*****78.75	*****78.75	
_____ Document Filing			
_____ Corporate Kit			
_____ Vehicle Search			
_____ Driving Record			
_____ Document Retrieval			
_____ UCC 1 or 3 File			
_____ UCC 11 Search			
_____ UCC 11 Retrieval			
_____ _____ File No.'s, _____ Copies			
_____ Courier Service _____			
_____ Shipping/Handling			
_____ Phone ( )			
_____ Top Priority _____			
_____ Express Mail Prep. _____			
_____ FAX ( ) pgs.			

SUBTOTALS _____

FEE	$
DISBURSED	$
SURCHARGE	$
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
	$

F. CHESSER   JUL   8 1996

· ·

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No. _____
BY	Jen		

WALK-IN 7/8 12:00
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF

Both Eyes, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Both Eyes, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7220 S.W. 7th Street
Miami, FL 33144
(305) 267-9028

ARTICLE III CAPITAL STOCK

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

One Thousand Shares (1000.) at One Dollar ($1.00) par value per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Miguel Garcia
7220 S.W. 7th Street
Miami, FL 33144

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of Incorporation is(are):

President/Director
Miguel Garcia
7220 S.W. 7th Street
Miami, FL 33144

Vice-President/Director
Dov Ohayon
19390 Collins Avenue, Apt. 422
North Miami Beach, FL 33160

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

_____2_____ day of _____July_____, 19 96 .

_____
Signature

_____
Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: __Both Eyes, Inc.__

2. The name and address of the registered agent and office is:

__Miguel Garcia__
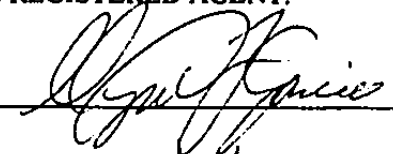(NAME)

__7220 S.W. 7th Street__
(P.O. BOX NOT ACCEPTABLE)

__Miami, FL 33144__
(CITY,STATE,ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE _____

DATE _7/2/96_