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LAW OFFICES
KATZ & KATZ
337 EAST FORSYTH STREET
JACKSONVILLE, FLORIDA 32202

HARRY KATZ DEC.D.1972
HARRY KATZ, JR.

PHONE (904) 353-5657
FAX (904) 353-5877

January 15, 1997

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

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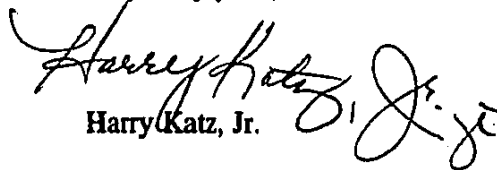
Re: EYES TO EYE, INC.

Gentlemen:

Please file the enclosed Articles of Incorporation of EYES TO EYE, INC. and return a certified copy thereof to this office. Our check in the amount of \$122.50 is enclosed to cover filing fees.

Thank you for your cooperation.

Very truly yours,


Harry Katz, Jr.

HKJr:jee
Enclosures

FILED
97 JAN 27 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Conflict
T15996
789,502,671
W91-1636



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 23, 1997

HARRY KATZ, JR
337 E FORSYTH ST
JACKSONVILLE, FL 32202

SUBJECT: EYES TO EYE, INC.
Ref. Number: W97000001636

*Jo Ann will
call back on
this. Will change
name + send
new articles*

We have received your document for EYES TO EYE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 297A00003275

LAW OFFICES
KATZ & KATZ
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JACKSONVILLE, FLORIDA 32202

HARRY KATZ DECD.1972
HARRY KATZ, JR.

PHONE (904) 353-5657
FAX (904) 353-5877

January 23, 1997

Ms. Beth Register
Division of Corporations
Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

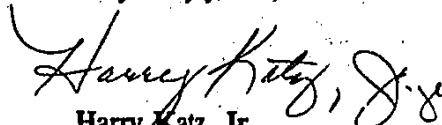
Re: EYES TO EYE OF FERNANDINA, INC.

Dear Ms. Register:

In accordance with your telephone conversation with my secretary Joanne this date, enclosed are the corrected Articles of Incorporation for EYES TO EYE OF FERNANDINA, INC.. Please return a certified copy to this office. You are already in receipt of our check in the amount of \$122.50 to cover filing fees.

Thank you for your assistance.

Very truly yours,


Harry Katz, Jr.

HKJr:jee
Enclosures

FILED

ARTICLES OF INCORPORATION

OF

EYES TO EYE OF FERNANDINA, INC.

97 JAN 27 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is: **EYES TO EYE OF FERNANDINA, INC.** (the "Corporation").

2. The principal office of the Corporation is:

**P. O. Box MAX-11
Fernandina Beach, Florida 32034**


3. The aggregate number of shares which the Corporation is authorized to issue is **100** shares of Common Stock, par value **\$5.00** per share.

4. The street address of the initial registered office of this Corporation is **337 East Forsyth Street, Jacksonville, Florida 32202**, and the name of the initial registered agent of this Corporation at that address is **Harry Katz, Jr.**

5. The name and address of the person signing these Articles of Incorporation as incorporator is **Harry Katz, Jr., 337 East Forsyth Street, Jacksonville, Florida 32202**.

6. The Corporation shall have one (1) Director initially. The number of directors may be either increased or decreased from time to time as provided in the By-Laws of the Corporation, but shall never be less than one.

Dated: January 15, 1997.

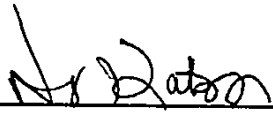


HARRY KATZ, JR.

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

Having been named to accept service of process for **EYES TO EYE OF FERNANDINA, INC.**, at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: January 15, 1997



HARRY KATZ, JR.
Registered Agent

FILED
97 JAN 27 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA