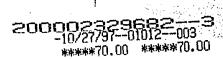
TRANSMITTAL LETTER

P970000 92319

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



SUBJ	IECT:	X-OTICA	AFTER	DARK	INC.					
		(Proposed o	corporate	name - r	nust include sui	ffix)				
Enclos	sed is an origina	al and one	(1) cop	y of the	articles of i	ncorpor	ation a	and a d	check	c
	₹ ₹70.00	\$78	.75		122.50	\$1	131.25	TAL	97	
								LAHAS	97 OCT 27	щ
	FROM	. X-	X-OTICA AFTER DARK INC					SEE, F		FILED
		•	Name (printed or typed)					FLORIDA	AH II: 57	Ŭ
		7040	W. PA	LMETT	O PK. RD.	4 STE	525	NDA	57	
		BOCA	TATON	Addres						
		-	Cit	y, State	& Zip					
		(561) 451-	2680						
			Daytime	Telepho	ne number		- Augustania			

P. CHOCOGER OCT 2 8 1997

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

X-OTICA AFTER DARK 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:

X-OTICA AFTER DARK INC.

97 OCT 27 AM II: 57 SLUKLIARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
7040 W. PALMETTO PK. RD. 4 STE 525
BOCA RATON FL. 33433

ARTICLE III SHARES

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

100 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:
SHLOMO FRIEDMAN
7040 W. PALMETTO PK. RD. 4 STE 525
BOCA RATON FL. 33433

ARTICLE V INCORPORATORIS

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

SHLOMO FRIEDMAN

SHLOMO FRIEDMAN 7040 W. PALMETTO PK. RD. 4 STE 525 BOCA RATON FL. 33433

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

21st day of OCTOBER 19 97 .

Signature

Signature

Articles of Incorporation Filing Fee - \$35

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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: X-OTICA AFTER DARK INC.		
			_
2.	The name and address of the registered agent and office is:	97 OCT SECRET	
	SHLOMO FRIEDMAN	CT 27	F
	(Name)	ັ ທ ິ	: ILED
	7040 W. PALMETTO PK. RD. 4 STE 525	AH II: 57 EE, FLORID EE, FLORID	_
	(P.O. Box not acceptable) BOCA RATON FL. 33433	57 Aik ORIDA	.
	(City/State/Zip)	-	
Ha	aving been named as registered agent and to accept service of proce	ss 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)