

P98 0000002431

LA OFFICES  
MARTIN R. MALLINGER, P.A.  
COMPSON FINANCIAL CENTER • SUITE 302  
980 NORTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33432-2704

TELEPHONE: (561) 394-7181  
FAX: (561) 394-7976

MARTIN R. MALLINGER

January 6, 1998

VIA FEDERAL EXPRESS

Secretary of State of Florida  
Bureau of Corporations  
New Filings Division  
409 East Gaines Street  
Tallahassee FL 32301

600002392456--0  
600002392456--0  
-01/07/98-01051-020  
-01/07/98-01051-020  
\*\*\*\*122.50 \*\*\*\*122.50

RE: UPTOWN 1 HR OPTICAL, INC.

Dear Sir or Madam:

Enclosed please find the original, executed Articles of Incorporation for Uptown 1 HR Optical, Inc., along with our check in the amount of \$122.50, representing the filing fee therefor. Please return a certified copy of the validated Articles to the undersigned in the envelope provided as soon as possible.

Thank you for your attention to the foregoing. Please feel free to contact Mr. Mallinger or the undersigned should you have any questions.

Very truly yours,

MARTIN R. MALLINGER, P.A.

*Lorraine Marie Pollachek*

Lorraine Marie Pollachek  
Secretary to Martin R. Mallinger

/Lmp  
Encl.  
(ESTERMAN/980.004/secyst04)

FILED  
98 JAN -7 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

44-1/9/98

FILED  
98 JAN -7 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
UPTOWN 1 HR OPTICAL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLES I. NAME

The name of the corporation shall be UPTOWN 1 HR OPTICAL, INC. The principal place of business of the corporation shall be 5700 Okeechobee Blvd., #14, West Palm Beach, FL 33417.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be Compson Financial Center, Suite 302, 980 North Federal Highway, Boca Raton, FL 33432-2704, and the name of the initial registered agent of the corporation at that address is MARTIN R. MALLINGER.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new

stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

#### ARTICLE VII. DIRECTORS

This corporation shall have initially two (2) directors. The names and street addresses of the initial members of the Board of Directors are:

RICHARD BERGIDA  
5700 OKEECHOBEE BLVD. #14  
WEST PALM BEACH FL 33417

BRADLEY J. ESTERMAN  
5700 OKEECHOBEE BLVD., #14  
WEST PALM BEACH FL 33417

#### ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed, are:

RICHARD BERGIDA  
PRESIDENT  
5700 OKEECHOBEE BLVD. #14  
WEST PALM BEACH FL 33417

BRADLEY J. ESTERMAN  
VICE PRES./SECY./TREAS.  
5700 OKEECHOBEE BLVD., #14  
WEST PALM BEACH FL 33417

#### ARTICLE IX. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is MARTIN R. MALLINGER, of Martin R. Mallinger, P.A., Compson Financial center, Suite 302, 980 North Federal Highway, Boca Raton, FL 33432-2704.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6 day of January, 1998.

  
MARTIN R. MALLINGER (SEAL)

STATE OF FLORIDA  
COUNTY OF PALM BEACH

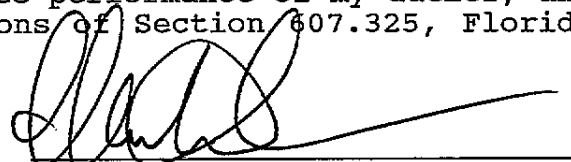
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements and administer oaths, personally appeared MARTIN R. MALLINGER, to me personally known and to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes expressed therein.

WITNESS my hand and official seal in the State and County last aforesaid this 6th day of January, 1998.

  
LORRAINE MARIE POLLACHEK  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE  
COMMISSION NO. CC 540565  
MY COMMISSION EXPIRES:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

  
MARTIN R. MALLINGER  
REGISTERED AGENT

DATE: JANUARY 6 1998

(ESTERMAN/980.004/uptown01)

FILED  
88 JAN -7 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA