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FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305)599-0839

FAX #: (305)716-0346

NAME: EYETEMS INTERNATIONAL NO. 120, INC.

AUDIT NUMBER..... H98000008577

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. /

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** ENTER 'M' FOR MENU. **

w98-10072 BM 5/4/98

ARTICLES OF INCORPORATION

OF

EYETEMS INTERNATIONAL NO. 120, INC.

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

ARTICLE I.NAME

The name of the corporation shall be:

EYETEMS INTERNATIONAL NO. 120, INC.

The principal place of business of this corporation shall be: 5535 N. MILITARY TRAIL #1814, BOCA RATON, FL. 33496

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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time 100 shares at \$1.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

ROBERT HANOPOLE/PRES. 5535 N. Military Trail #1814, Boca Raton, Fl. 33496

PREPARED BY: ROBERT HANOPOLE
5535 N. MILITARY TRAIL #1814
BOCA RATON, FL. 33496
(561) 998-7733

98 MAY -6 PM 1: 36
SECRETARY OF STATE
TALL AHASSEE FLORIDA

ARTICLE VI INCORPORATORISI

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

ROBERT HANDPOLE 5535 N MILITARY TRAIL #1814 BOCA RATON, FL 33496

Signature(s) of incorporator(s)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFIC

Soften S PH 1286 Pursuant to the provisions of Section 607.325, Florida St 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.

I. The name of the corporation: EYETEMS INTERNATIONAL NO. 120 INC. 2. The name and address of the registered agent and office is: Gary D. Gelch 8751 W Browned Blod. Soite IP O BOX NOT ACCEPTABLE) PLANTATION FL 33324 (CITY/STATE/ZIP)

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 407.325. FLORIDA STATUTES.