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June 23, 1998

Via Federal Express  
Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

100002570961--8  
-06/24/98--01051--011  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Filing of Articles of Incorporation of City Optics of Florida, Inc.

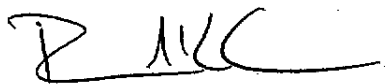
Ladies/Gentlemen:

Enclosed please find an original and one photocopy of the Articles of Incorporation of City Optics of Florida, Inc. for filing with the Secretary of State, together with a check in the amount of \$122.50, representing the fee for filing and obtaining a certified copy of said Articles. Also enclosed please find a self-addressed stamped envelope for your use in returning the certified copy to the undersigned.

In the event you have any questions, please do not hesitate to contact me. Thank you for your assistance in this matter.

Very truly yours,

NAVON, KOPELMAN, O'DONNELL & LAVIN, P.A.



David Kahan

Enclosures

cc: Samuel D. Navon, Esq.

\\Host\davidk\Letters.98\Secretary of State - File Articles of Incorp.wpd

APPROVED  
AND  
FILED  
98 JUN 24 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**CITY OPTICS OF FLORIDA, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I**  
**NAME OF CORPORATION**

The name of this Corporation shall be:

City Optics of Florida, Inc.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The mailing address and the principal office of this Corporation is 4530 N. Hiatus Road, Suite 113, Sunrise, Florida 33351.

**ARTICLE III**  
**AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV**  
**ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 4530 N. Hiatus Road, Suite 113, Sunrise, Florida 33351 , and the initial registered agent of this Corporation at that address shall be Jacky Amar .

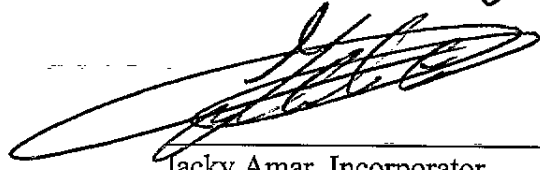
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TALLAHASSEE, FLORIDA

**ARTICLE V  
INCORPORATOR**

The name and street of the person signing these Articles of Incorporation is:

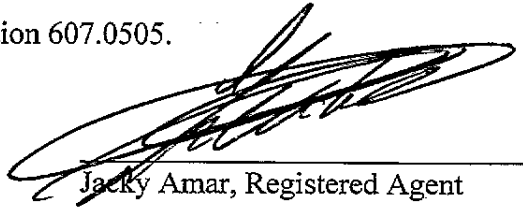
Jacky Amar  
4530 N. Hiatus Road  
Suite 113  
Sunrise, Florida 33351

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 23 day of JUNE, 1998.



Jacky Amar, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.



Jacky Amar, Registered Agent

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