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TRANSMITTAL LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: FIELDS OF VISION, Inc.
(Proposed corporate name - must include suffix)

400002613024-1
-08/11/98--01058--010
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Russell E. Grace
Name (Printed or typed)

1355 MARKET STREET, #A10-2
Address

TALLAHASSEE, FL 32312
City, State & Zip

(850) 894-5596
Daytime Telephone number

P. Hall

AUG 11 1998

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I Name

The name of the corporation shall be FIELDS OF VISION, INC.
The Federal Employment Identification Number is 59-3458813.

Article II Principal Office

The principal place of business and mailing address for this corporation shall be 1355 Market Street #A10-2, Tallahassee, Florida 32312.

Article III. Shares

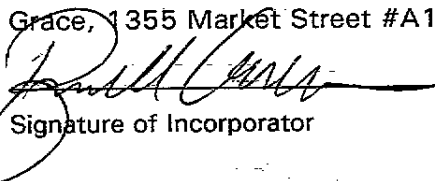
The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) at one dollar (\$1.00) per share.

Article IV Initial Registered Agent and Street Address

The name and street address of the initial registered agent are Russell E. Grace, 1355 Market Street #A10-2, Tallahassee, Florida 32312.

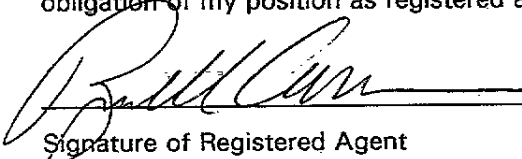
Article V Incorporators

The name and address of the incorporator to these Articles of Incorporation are Russell E. Grace, 1355 Market Street #A10-2, Tallahassee, Florida 32312.


Signature of Incorporator

8/11/98
Date of Signature

Having been named as registered agent and to accept service of process 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 obligation of my position as registered agent.


Signature of Registered Agent

8/11/98
Date of Signature

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