

P99000035856

KRAIG H. KOACH, P.A.

ATTORNEY AT LAW  
1800 SECOND STREET  
SUITE 803  
SARASOTA, FLORIDA 34236  
(813) 951-1005  
FAX (813) 366-0693

April 7, 1999

Secretary of State  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, FL 32314

700002837187--3  
-04/12/99--01148--009  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

RE: EYE DEAL EYEWEAR, INC.

Gentlemen:

We are enclosing our check in the amount of \$122.50 to cover the following fees for the incorporation of the above-named corporation:

Registered Agent Fee	35.00
Filing Fee	35.00
Certified Copy of Articles	<u>52.50</u>
Total	\$122.50

We have also enclosed an original and a copy of the Articles of Incorporation. Please return to this office a certified copy of same after the Articles have been filed of record.

Thank you for your attention to this matter.

Very truly yours,

*Kraig H. Koach*

Kraig H. Koach

KHK/kk  
Encls.

FILED  
99 APR 20 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTER APR 20 1999  
W99-8801



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 14, 1999

KRAIG H KOACH, ESQUIRE  
1800 SECOND ST, SUITE 803  
SARASOTA, FL 34236

SUBJECT: EYEDEAL EYEWEAR  
Ref. Number: W99000008801

We have received your document for EYEDEAL EYEWEAR and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

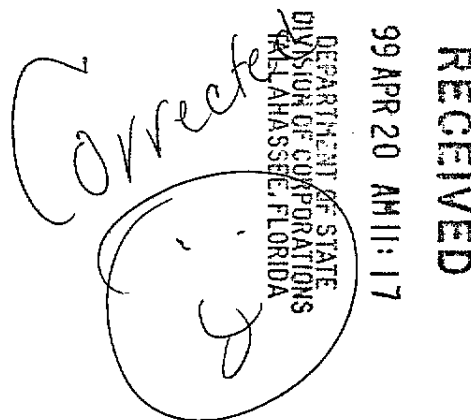
The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 399A00018731



**ARTICLES OF INCORPORATION**

**OF**

**EYE DEAL EYEWEAR, INC.**

**FILED**  
99 APR 20 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I**

**NAME**

The name of the corporation shall be **EYE DEAL EYEWEAR, INC.**. The principal place of business of this corporation shall be as follows:

**Corporate Address:**

4551 Northgate Court  
Sarasota, Florida 34234

**ARTICLE II**

**TERM OF EXISTENCE**

The term of existence of the corporation shall be perpetual.

**ARTICLE III**

**NATURE OF BUSINESS**

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct 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 IV**

#### **CAPITAL STOCK**

The total number of shares of stock which the corporation shall have authority to issue is 500 shares, all of which shall be common shares with a par value of \$1.00 per share.

#### **ARTICLE V**

#### **PREEMPTIVE RIGHTS**

The holders of the common stock of the corporation shall have the preemptive right to purchase upon such price, terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation as may be issued from time to time over and above the issue of the first shares of the common stock of the corporation which have never previously been sold or issued. Such preemptive right shall apply to such shares whether such additional shares constitute a part of the shares presently or subsequently authorized or constitute shares held in the treasury of the corporation and shall be exercised in the respective ratio with the number of shares held by each stockholder at the time of such issue bears to the total number of shares outstanding in the names of all stockholders at such time.

#### **ARTICLE VI**

#### **REGISTERED AGENT**

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

Name and street address

Kraig H. Koach, Esquire  
KRAIG H. KOACH, P.A.  
1800 Second Street, Suite 803  
Sarasota, Florida 34236

**ARTICLE VII**

**BOARD OF DIRECTORS**

The corporation shall have a Board of Directors of two (2) directors initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The name and address of the person who shall serve as the initial director of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and street address

David P. Garner  
11123 Marigold Drive  
Bradenton, Florida 34202

Michael D. Trombley  
3095 Willow Green Street  
Sarasota, Florida 34235

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is:

Name and street address

Michael D. Trombley  
3095 Willow Green Street  
Sarasota, Florida 34235

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has executed these Articles of Incorporation this 2 day of April, 1999.

Michael D. Trombley  
MICHAEL D. TROMBLEY, Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of April, 1999, by the party hereto, who is personally known to me or who produced FL D.A. 266 as identification, and who did take an oath.

Kraig H. Koach  
Notary Public  
My Commission Expires:



KRAIG H KOACH  
My Commission CC657487  
Expires May, 27, 2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED.

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with  
said act:

First, that EYE DEAL EYEWEAR, INC., desiring to organize under the laws of the State of  
Florida, with its principal office as indicated in the Articles of Incorporation, at City of Sarasota,  
County of Sarasota, State of Florida, has named KRAIG H. KOACH, 1800 Second Street, Suite 803,  
Sarasota, Florida 34236, as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of the above Corporation.  
I accept the duties and obligations of Section 607.0505 Florida Statutes and agree to comply with the  
provisions of all statutes relative to the proper and complete performance of my duties.

Kraig H Koach  
KRAIG H. KOACH

FILED  
99 APR 20 PM 12:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA