POODO 03667

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 14, 1999

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. STE. 1 TALLAHASSEE, FL 32301

SUBJECT: GLASSES4YOU.COM, INCORPORATED

Ref. Number: W99000008849

We have received your document for GLASSES4YOU.COM, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Two registered offices are listed. Please change the address on the last page to the street address in Article V.

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) 487-6929.

Letter Number: 599A00018934

Randall Purintun Document Specialist

FILED

CHETARY OF STATE

CHETARY OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

glasses4you.com, incorporated

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of becoming a corporation under the laws of the State of Florida.

<u>ARTICLE I</u>

The name of this corporation shall be glasses4you.com, incorporated.

ARTICLE II

The corporation shall have perpetual existence, commencing on the date of filing of these Articles of Incorporation in the Office of the Secretary of State of the State of Florida.

ARTICLE III

The general nature of the business to be transacted by this corporation is:

- (a) To engage in every aspect and phase of the business of selling reading and sun glasses to the general public and do all things in connection therewith and in accordance with Chapter 607, Florida Statutes.
- (b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment and to own real and personal property to the extent as is now or may hereafter be allowed for a corporation organized under Chapter 607, Florida Statutes.
 - (c) In general, either alone or in association with other corporations, firms, or

individuals, to do all and everything necessary and proper for the accomplishment of any of the purposes or the attainment of any of the objectives enumerated in these Articles of Incorporation, or any amendment thereof, and to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives to such extent as is now or may hereafter be allowable for a corporation organized under Chapter 607, Florida Statutes.

<u>ARTICLE IV</u>

This corporation is authorized to issue one thousand (1,000) shares of common stock, each share of the par value of one dollar (\$1.00). No shares without nominal or par value shall be issued.

ARTICLE V

The street address of the initial principal office, of this corporation is 6190 North Davis Highway, Pensacola, Florida 32504. The name of the initial registered agent of the corporation is Gary B. Leuchtman and his address is Blount Building, 7th Floor, 3 West Garden Street, Pensacola, Florida 32501.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws of the corporation, but the number of directors of the corporation shall not be more than nine.

The name and address of the initial director is:

Robert C. Harbour

6190 N. Davis Hwy Pensacola, Florida 32504 The name and address of the incorporator of this corporation is:

Gary B. Leuchtman

Blount Building, 7th Floor 3 West Garden Street Pensacola, Florida 32501

ARTICLE VII

These Articles of Incorporation may be amended upon receiving the affirmative vote of the holders of two-thirds of the shares then outstanding at any regular or special meeting of the stockholders upon advance notice of the changes to be made. Such notice shall be given in accordance with the bylaws of the corporation. Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Incorporation.

<u>ARTICLE VIII</u>

The power to adopt, alter, amend, or repeal the bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE IX

At each election for directors, every shareholder entitled to vote at such election shall have the right to accumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X

Special meetings of the shareholders may be called by the president and secretary of the corporation, jointly, or by the Board of Directors, or by the holders of not less than ten percent (10%) of the shares then outstanding.

<u>ARTICLE XI</u>

At any meeting of the stockholders, sixty percent (60%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting entitled to vote on the subject matters shall be the act of the shareholders.

ARTICLE XII

This corporation shall have all of the corporate powers enumerated in the Florida Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of April,

1999.

GARY B. LEUCHTMAN

STATE OF FLORIDA COUNTY OF ESCAMBIA

Before the subscriber, a notary public in and for said state and county, personally appeared Gary B. Leuchtman, known to me, and known to me to be the individual described by said name in and who executed the foregoing Articles of Incorporation of glasses4you.com, incorporated and acknowledged before me that he executed the same freely and voluntarily for the uses and purposed therein set forth.

GIVEN under my hand and official seal this 13th day of April, 1999.

Karen D. Burton-Jenkins Notary Public-State of FL Comm. Exp. Feb. 11, 2003 Comm. No. CC 808539

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

In compliance with Section 48.091, Florida Statutes, the following is submitted: That glasses4you.com, incorporated desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 6190 North Davis Highway, Pensacola, Florida 32504, has named Gary B. Leuchtman, Bloomt Brilding, 3 W. Garden St., 7th Floor, /as its agent to accept service of process within Florida.

glasses4you.com, incorporated

Gary B. Leuchtman, Its Incorporator

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.

Gary B. Leuchtman

BYISION OF CORPORATIONS