



THE UNITED STATES
CORPORATION
COMPANY

PG9000043607

99 MAY 12 AM 11:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 237413 162199A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 12, 1999

ORDER TIME : 4:07 PM

ORDER NO. : 237413-005

CUSTOMER NO: 162199A

CUSTOMER: Rick M. Morse, Cpa
RICK M. MORSE, CPA, P.A.
RICK M. MORSE, CPA, P.A.
Suite 201
7800 N. University Drive
Tamarac, FL 33321

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-05/13/99--01010--004

*****78.75 *****78.75

DOMESTIC FILING

NAME: MARY OPTICAL II, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

FILED
99 MAY 12 PM 4:39
DIVISION OF CORPORATION

PH 5/13/99

ARTICLES OF INCORPORATION
OF
MARY OPTICAL II, INC.

FILED
99 MAY 12 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation shall be :

MARY OPTICAL II, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of RETAIL
EYEWARE and transacting any and all lawful business.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$ 1
par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this
corporation is:

5842 NW 126TH TERRACE
CORAL SPRINGS, FLORIDA 33076

and the name of the initial registered agent of this
corporation at the above address is:

MARY PEARSALL

ARTICLE V

DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

MARY PEARSALL
5842 NW 126TH TERRACE
CORAL SPRINGS, FLORIDA 33076

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is:

MARY PEARSALL
5842 NW 126TH TERRACE
CORAL SPRINGS, FLORIDA 33076

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or former officer or former director to the full extent permitted by law.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 11th day of May, 1999

MARY PEARSON

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 11th DAY of May, 1999 MARY PEARSALL appeared before me the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.

Rick M. Morse
Notary Public

ss: My Commission Expires:



RICK M. MORSE
COMMISSION # CC 594853
EXPIRES NOV 8, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE CITY OF STATE
SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH TALLAHASSEE, FLORIDA
PROCESS MAY BE SERVED.

FILED
99 MAY 12 AM 11:34

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES.
THE FOLLOWING IS SUBMITTED;

MARY OPTICAL II, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE
OF FLORIDA.

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF CORAL
SPRINGS , FLORIDA HAS NAMED MARY PEARSALL LOCATED AT 5842 NW
126TH TERRACE, CORAL SPRINGS, FLORIDA 33076 IS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Mary Pearsall
CORPORATE OFFICER

TITLE President

DATE 5/11/99

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.

SIGNATURE Mary Pearsall

DATE 5/11/99