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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

SOTO OPTICIANS OF SIESTA KEY, INC.

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**FLORIDA DEPARTMENT OF STATE****Katherine Harris**
Secretary of State

June 3, 1999

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SUBJECT: SOTO OPTICIANS OF SIESTA KEY, INC.
REF: W99000012935

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TALLAHASSEE, FLORIDA

⑤ **ARTICLES OF INCORPORATION**
OF

SOTO OPTICIANS OF SIESTA KEY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SOTO OPTICIANS OF SIESTA KEY, INC.

The address of the principal office of this corporation shall be 5106 Ocean Boulevard, Sarasota, Florida 34242, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

Ralph L. Friedland, Esq.
2033 Main Street, Suite 100
Sarasota, Florida 34237
(941) 365-1980
Fl. Bar No. 360813

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ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1383 Main Street, Sarasota, Florida 34242 and the name of the initial registered agent of the corporation at that address is RONALD D. SOTO.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S Corporation as defined therein.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Director, initially. The names and street addresses of the initial members of the Board of Director are:

Ronald D. Soto

1383 Main Street
Sarasota, Florida 34236

Kimberly Kay Soto

1383 Main Street
Sarasota, Florida 34236

Ralph L. Friedland, Esq.
2033 Main Street, Suite 100
Sarasota, Florida 34237
(941) 365-1980
Fl. Bar No. 360813

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Barbara Dimler

4001 Beneva Road #329
Sarasota, Florida 34233

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ronald D. Soto	1383 Main Street
President	Sarasota, Florida 34236
51%	

Kimberly Kay Soto	1383 Main Street
Secretary/Treasurer	Sarasota, Florida 34236
39%	

Barbara Dimler	4001 Beneva Road #329
Vice President	Sarasota, Florida 34233
10%	

ARTICLE IX. INCORPORATOR

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

Ronald D. Soto
1383 Main Street, Sarasota, Florida 34236

IN WITNESS WHEREOF, I have here unto set my hand and seal this
1 day of ^{June} ~~May~~, 1999.


Ronald D. Soto

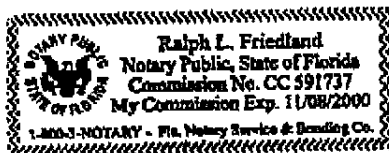
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Sarasota, Florida 34237
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STATE OF FLORIDA
COUNTY OF SARASOTA

June The foregoing instrument was acknowledged before me this L of ~~May~~, 1999, by Ronald D. Soto, President of Soto Opticians of Siesta Key, Inc. a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.



Ralph L. Friedland
Notary Public

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION OF
SOTO OPTICIANS OF SIESTA KEY, INC.

RONALD D. SOTO, having a business office at 1383 Main Street, Sarasota, Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505. Florida Statutes.

Ronald D. Soto
RONALD D. SOTO

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TALLAHASSEE, FLORIDA

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