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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

EYECARE FOR KIDS INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 3, 1999

FAS-T CORP

SUBJECT: EYECARE FOR KIDS INC
REF: W99000020469

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Corporate Specialist

FAX Aud. #: H99000022167
Letter Number: 099A00043951

ARTICLES OF INCORPORATION
OF
Eyecare for Kids Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I -- NAME

The name of the corporation shall be:

EyeCare for Kids, INC

The principal place of business of this corporation shall be:

8241 SW 54th Avenue
Miami, Florida 33143

ARTICLE II -- NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is 10,000

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ARTICLE IV -- TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V -- OFFICERS/DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President: Mary Sue Harper
8241 SW 54th Avenue
Miami, Florida 33143

ARTICLE VI -- INCORPORATOR(S)

The name) and street address of the incorporator to this articles of corporation is:

Mary Sue Harper
8241 SW 54th Avenue
Miami, Florida 33143

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this
1ST day of SEPTEMBER, 1999.

Signature of Incorporator

x
Mary Sue Harper, O.D.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

Eyecare for Kids, Inc

2. The name and address of the registered agent and office is:

Elliot Lowenstein
2100 Salzedo St.
Suite 303
Coral Gables, Florida 33134

SIGNATURE

Mary Sue Shipe, O.D.

TITLE

President

DATE September 4, 1999

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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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Elliot Lowenstein