



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

Superior Optical, Inc.

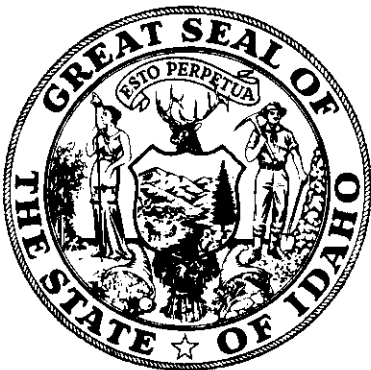
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

Superior Optical, Inc.

, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated January 21, 19 39.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF INCORPORATION  
OF

SUPERIOR OPTICAL, INC.

WE, the undersigned, being two natural persons of full age, both citizens of the United States or of its territories or possessions, have this day voluntarily associated ourselves for the purpose of forming a private corporation under the laws of the State of Idaho and to that end hereby adopt Articles of Incorporation as follows:

ARTICLE ONE

NAME OF CORPORATION

The name of the Corporation is SUPERIOR OPTICAL, INC.

ARTICLE TWO

PURPOSE OF INCORPORATION

The nature of the business and the objects and purpose to be transacted, promoted and carried on are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do in any part of the world, as follows:

1. To engage in the business of manufacturing, assembling, preparing, marketing, and selling, eye glasses or other instruments of an optical nature used to assist and improve the sight of natural persons.

2. To transact any or all lawful business for which corporations may be incorporated under the "Idaho Business Corporations Act" as it is presently constituted or may hereinafter be amended.

### ARTICLE THREE

#### DURATION

The duration of the corporation is perpetual.

### ARTICLE FOUR

#### REGISTERED AGENT AND REGISTERED OFFICE

The initial Registered Agent of the corporation shall be KENT M. ARCHIBALD and the initial Registered Office shall be located at 76 Professional Plaza, Rexburg, Madison County, Idaho.

### ARTICLE FIVE

#### STOCK

The total number of par value shares is Twenty-Five Thousand (25,000) each having a par value of One Dollar (\$1.00). The aggregate par value of the total authorized number of par value shares is Twenty-Five Thousand Dollars (\$25,000.00). There are no authorized shares without par value.

The stock of the corporation is divided into Twenty-Five Thousand (25,000) shares of a single class, each share having equal rights and each share having One (1) vote. All stock when fully paid shall be non-assessable.

### ARTICLE SIX

#### BOARD OF DIRECTORS AND BY-LAWS

The corporation shall have the power to establish a Board of Directors and adopt appropriate By-Laws. The duties of the Board of Directors and its officers shall be established by the By-Laws of the corporation. The Board of Directors shall have the authority to amend the By-Laws of the corporation by vote of a simple majority of the Board of Directors. Each member of the Board of Directors need not be a share holder of the corporation.

ARTICLE SEVEN

INCORPORATORS

The name and post office address of each of the incorporators and the number of shares for which each has subscribed are:

Kent M. Archibald      245 Apache      500 shares  
Rexburg, Idaho 83440

Elaine B. Archibald      245 Apache      500 shares  
Rexburg, Idaho 83440

Until such time as an election can be held, the above named incorporators shall constitute the Board of Directors.

EXECUTED in duplicate this 4th day of January, 1980.

*Kent M. Archibald*

Kent M. Archibald  
Incorporator

*Elaine B. Archibald*

Elaine B. Archibald  
Incorporator

STATE OF IDAHO      )  
                                 :SS  
COUNTY OF MADISON )

On this 4th day of January, in the year of 1980, before me, a Notary Public in and for said State, personally appeared KENT M. ARCHIBALD and ELAINE B. ARCHIBALD, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

*Deane C. Jones*  
Notary Public  
Residing In: *Rexburg, Idaho*  
My Commission Expires: *9/20/82*