

Division of Corporations

Florida Department of State
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TALLAHASSEE, FLORIDA

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OLEM SHOE, CORP.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAAMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

OLEM SHOE, CORP.

These Amended and Restated Articles of Incorporation of Olem Shoe, Corp. (the "Corporation"), originally filed on March 27, 1964, Document No. 279917, were duly adopted by the Shareholders and the Board of Directors of this Corporation on September 25, 2006.

ARTICLE I - NAME

The name of this corporation is OLEM SHOE CORP.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation commenced on March 27, 1964. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
50	\$100	Common

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ARTICLE V - OFFICERS

The current officers of the Corporation are:

President	Roberto Olemberg
Secretary	Nieves Olemberg
Treasurer	Nieves Olemberg
Chairman - Board of Directors	Isaac Olemberg

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office is currently located at 800 NW 21st Street, Miami, Florida 33127. The corporation's mailing address is currently located at the same address.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The street address of the current registered office of this corporation and the name of the current registered agent of this corporation at such address are as follows:

REGISTERED AGENT

Roberto Olemberg

STREET ADDRESS OF
REGISTERED OFFICE800 NW 21st Street
Miami, Florida 33127ARTICLE VIII - BOARD OF DIRECTORS

This corporation currently has three (3) directors. 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 current directors of this corporation are:

DIRECTOR

Isaac Olemberg

Nieves Olemberg

Roberto Olemberg

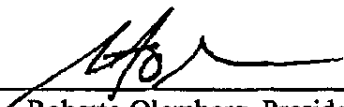
ADDRESS800 NW 21st Street
Miami, Florida 33127800 NW 21st Street
Miami, Florida 33127800 NW 21st Street
Miami, Florida 33127

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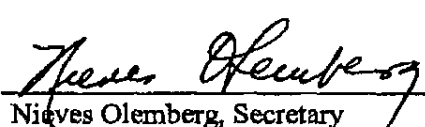
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IN WITNESS WHEREOF, the undersigned have executed these Amended and Restated Articles of Incorporation this 20th day of October, 2006.

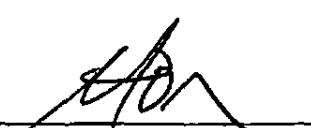
By: _____


Roberto Olemberg, President

Attest: _____


Nieves Olemberg, Secretary

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:



FAKESFAHEDFILESOLEN SHON CORPAMDA RESTATED ARTICLES

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