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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850)205-0381

brom:

Account Name : BUSINESS WORLD TRANSACTIONS, INC.

Account Number : 104512000707 Phone : (305)266-4080 Fax Number : (305)221-2386

FLORIDA PROFIT CORPORATION OR P.A.

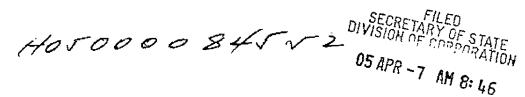
GEM SHOE REPAIR, CORP.

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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be: GEM SHOE REPAIR, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

20714 S.W. 81 CT. MIAMI, FL. 33189

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated COMMON SHARES.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

LUISA MARUSSI 20714 S.W. 81 CT. MIAMI, FL. 33189

Prepared by: LUISA MARUSSI

20714 S.W. 81 CT. MIAMI. FL. 33189 305 2560756

Electronically Sent By: BUSINESS WORLD TRANSACTIONS, INC.

3850 S.W. 87 AVE. SUITE 307

MIAMI, FL. 33165 (305) 221-2340

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

LUISA MARUSSI 20714 S.W. 81 CT. MIAMI, FL. 33189 DIRECTOR & PRESIDENT

The u	ndersigned inc	orporator(s) has(ha	ve) executed these Articles of Incorporat	ion this
06	_day of	APRIL	, 2005	
		- fra	Signature	
			Signature	

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

Signature

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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 is: GEM SHOE REPAIR, CORP...
- 2. The name and address of the registered agent and office is:

LUISA MARUSSI. 20714 S.W. 81 CT. MIAMI, FL. 33189

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as

registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(DATE) 04-06-0

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