Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

ALLEN-EDMONDS SHOE CORPORATION

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March 29, 2013

FLORIDA DEPARTMENT OF STATE

Division of Corporations

ALLEN-EDMONDS SHOE CORPORATION 201 E SEVEN HILLS RD BOX 998 PORT WASHINGTON, WI 53074-0998

SUBJECT: ALLEN-EDMONDS SHOE CORPORATION

REF: F96000003071

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please correct the name change amendment date.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Sylvia Gilbert Regulatory Specialist II FAX Aud. #: H13000071126 Letter Number: 013A00007462

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DEBATIFIED CORPORATIONS

1A LA LA SSEE. FLORIDA

(((H13000071126 3))) 13 MAR 29 PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDATION (Pursuant to s. 607.1504, F.S.) (Pursuant to s. 607.1504, F.S.)

SECTION I (1-3 MUST BE COMPLETED)

| F96000003071 | | | |
|-------------------|--|--|--|
| | (Document numb | per of corporation (if known) | |
| 1. Allen-Edn | nonds Shoe Corporation | | |
| | (Name of corporation as it appear | rs on the records of the Department of State) | |
| 2. | Wisconsin | 3. 06/18/1996 (Date authorized to do business in Florida) | |
| | (Incorporated under laws of) | (Date authorized to do business in Florida) | |
| | | ECTION II Y THE APPLICABLE CHANGES) | |
| | | tion, when was the change effected under the laws of | |
| its jurisc | liction of incorporation? 077. 5/2012 | | |
| ∧ Allen Edn | nonds Corporation | | |
| (Name o | of corporation after the amendment, adding triate abbreviation, if not contained in new n | suffix "corporation," "company," or "incorporated," or name of the corporation) | |
| (If new n busines | ame is unavailable in Florida, enter alternat s in Florida) | te corporate name adopted for the purpose of transacting | |
| 6. If the an | endment changes the period of duration, in | ndicate new period of duration. | |
| | (N | (ew duration) | |
| 7. If the arr | endment changes the jurisdiction of incorp | poration, indicate new jurisdiction. | |
| | (Nev | w jurisdiction) | |
| | 1) DA Jane | port, evidencing the amendment, authenticated not more than epartment of State, by the Secretary of State or other official on under the laws of which it is incorporated. | |
| (S | enature of a director, president or other officer - if is a receiver or other court appointed fiduciary, by the | in the hands at fiduciory) | |
| | Jay Schauer | Vice President/Secretary | |
| , | (Typed or printed name of person signing) | (Title of person signing) | |

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DOM 180 181 183

United States of America

State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, PAUL M. HOLZEM, Administrator, Division of Corporate and Consumer Services, Department of Financial Institutions do hereby certify that

ALLEN EDMONDS CORPORATION

is a domestic corporation or a domestic limited liability company organized under the laws of this state and that its date of incorporation or organization is January 2, 1931.

I further certify that the Articles of Incorporation filed January 2, 1931 were filed under the name ALLEN-EDMONDS SHOE CORPORATION; and that an Amendment was filed July 5, 2012 changing the name to the present name of ALLEN EDMONDS CORPORATION.

I further certify that said corporation or limited liability company has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921, 181.1622 or 183.0120, Wis. Stats., and that it has not filed articles of dissolution.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on March 6, 2013.

Faul M. Holam

PAUL M. HOLZEM, Administrator Division of Corporate and Consumer Services Department of Financial Institutions

Sky Mick Con

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

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State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, PAUL M. HOLZEM, Administrator, Division of Corporate and Consumer Services, Department of Financial Institutions, do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.

PAUL M. HOLZEM, Administrator Division of Corporate and Consumer Services Department of Financial Institutions

DATE: MAR - 8 2013

BY:

d the functions previously performed to

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

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JUL - 5 2012

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AMENDMENT

TO.

AMENDED AND FIFTH RESTATED ARTICLES OF INCORPORATION

<u>OF</u>

ALLEN-EDMONDS SHOE CORPORATION

Pursuant to the consent of the sole shareholder and Board of Directors of Allen-Edmonds (15 i) — William and in accordance with Section 180,1003 of the Wisconsin Statutes, the

empiral control was duly adopted on July 3, 2012:

BE IT RESOLVED, that the Amended and Fifth Restated Articles of Incorporation of Allen-Edmonds Shoe Corporation be, and they hereby are, amended by deleting Article I thereof and insexting in its place the following:

ARTICLE I

The name of the corporation is Alien Edmands Corporation.

Executed as of the 5th day of July, 2012.

Title:

Juy R. Schain

This instrument was drafted by:

Patricia Falb Godfrey & Kahn, S.C. 780 North Water Street Milwaukee, Wisconsin 53202

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Orticles of amendment Chapter 180

-Changes rame

Angila Serio Hodfuy + Kahn SC 780 N Water St Mil Wauker WI 53202 RECEIVED

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