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Florida Department of State  
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DIVISION OF CORPORATIONS

**LIMITED LIABILITY COMPANY**

**PD-Shoes, LLC**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 1        |
| Page Count            | 03       |
| Estimated Charge      | \$155.00 |

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## ARTICLES OF ORGANIZATION

OF

PD-Shoes, LLC

### ARTICLE I

The name of the limited liability company formed hereby is **PD-Shoes, LLC** (the "Limited Liability Company").

### ARTICLE II

The duration of the Limited Liability Company shall be perpetual.

### ARTICLE III

The principal office and mailing address of the Limited Liability Company shall be as follows:

2800 South Ocean Boulevard  
Boca Raton, Florida 33432

### ARTICLE IV

The Registered Agent of the Limited Liability Company and his street address in the State of Florida are as follows:

Fred K. Lickstein, Esq.  
1395 Brickell Avenue, 14th Floor  
Miami, Florida 33131

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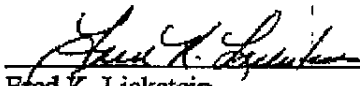
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**ARTICLE V**

The Limited Liability Company shall be manager-managed. The names and addresses of the initial Manager are as follows:

Gary Fears  
9 Gateway Drive  
Collinsville, Illinois 62234

John Peddic  
2800 South Ocean Boulevard  
Boca Raton, Florida 33432

  
Fred K. Lickstein,  
as Authorized Representative of the Members


STATE OF FLORIDA           )  
  )  
COUNTY OF MIAMI-DADE    )

Before me personally appeared Fred K. Lickstein, as Authorized Representative of the Members, ☒ who is personally known to me, or ☐ who produced \_\_\_\_\_ as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof I have hereunto set my hand and official seal this 19 day of November, 2004.



Judith D. Rodman  
Commission # 00057805  
Expires Oct. 18, 2005  
Boarded thru  
Atlantic Bonding Co., Inc.

  
Notary Public  
Print Name: JUDITH D. RODMAN  
My Commission expires: 10/18/2005

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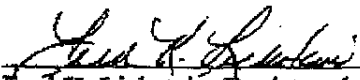
**CERTIFICATE OF DESIGNATION  
OF RESIDENT AGENT AND  
ACCEPTANCE OF DESIGNATION**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company organized under the laws of the state of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is PD-Shoes, LLC.
2. The name and address of the Registered Agent and Office is:

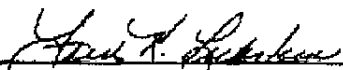
Fred K. Lickstein, Esq.  
1395 Brickell Avenue, 14th Floor  
Miami, Florida 33131

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.

  
Fred K. Lickstein, Registered Agent

Date: November 19, 2004

PD-Shoes, LLC

By:   
Fred K. Lickstein,  
as Authorized Representative  
of the Members

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