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SECRETARY OF STATE AS SINISION OF CORPORATIONS

DENNIS V. NYMARK, P.A.

Attorney at Law 110 S. Pebble Beach Boulevard Sun City Center, FL 33573

Dennis V. Nymark

Phone: (813) 634-8447 Fax (813) 634-8918

Email: NymarkLaw@aol.com

April 12, 2006

Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, FL 32314

Re: SOUTH SHORE SHOES, L.L.C.

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Organization for SOUTH SHORE SHOES, L.L.C., and a check for \$125.00. Please return one certified copy.

Most sincerely,

Dennis V. Nymark

DVN/cn

Enclosures: A/S

ARTICLES OF ORGANIZATION

OF

SOUTH SHORE SHOES, LLC

ARTICLE I NAME

The name of the limited liability company shall be:

SOUTH SHORE SHOES, LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the company are:

Principal Office Address

Mailing Address

300 Frandorson Circle, Suite #103 Apollo Beach, Florida 33572 300 Frandorson Circle, Suite #103 Apollo Beach, Florida 33572

ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE:

The name and street address of the registered agent of the company in the state of Florida is DENNIS V. NYMARK, 110 So. Pebble Beach Blvd., Sun City Center, Florida 33573. Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, Florida-Statutes.

Registered Agent's Signature

ARTICLE IV MANAGER OR MANAGING MEMBER

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Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

MGRM

Sean D. Shanahan 300 Frandorson Circle, Suiter #103 Apollo Beach, Florida 33572

REQUIRED SIGNATURE:

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Sean D. Shanahan

Typed or printed name of signee

SECRETARY OF STATE OF VIVISION OF CORPORATIONS