

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000079578
FILED 8:00 AM
August 14, 2006
Sec. Of State
dbruce

Article I

The name of the Limited Liability Company is:

SHOE WAREHOUSE ST. LOUIS LLC

Article II

The street address of the principal office of the Limited Liability Company is:

500 W. MADISON
SUITE 3150
CHICAGO, . 60661

The mailing address of the Limited Liability Company is:

500 W. MADISON
SUITE 3150
CHICAGO, . 60661

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

DANIEL IMBIOR
1722 SOUTH MISSOURI
CLEARWATER, FL. 33756

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.

Registered Agent Signature: DANIEL IMBIOR

Article V

The name and address of managing members/managers are:

Title: MGRM
NORTH STAR REALTY SERVICES, LLC
500 W. MADISON, SUITE 3150
CHICAGO, IL. 60661

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Article VI

The effective date for this Limited Liability Company shall be:

08/11/2006

Signature of member or an authorized representative of a member

Signature: MARTIN EDWARDS