

Sep-02-08

16:43

From: Foley & Lardner

(407) 648-1743

T-198 P.001/003 F-113

L08000083111

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H08000206277 3)))



H080002062773ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : FOLEY & LARDNER
Account Number : I19980000047
Phone : (407) 423-7656
Fax Number : (407) 648-1743

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 SEP -2 AM 8:01

FILED

FLORIDA/FOREIGN LIMITED LIABILITY CO.

E-Shoe, LLC

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$130.00

RECEIVED

08 SEP -2 AM 6:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

Document prepared by: Carol Borglum

Client/Matter: 085879-0195 (4563)

No. of Pages 3

9/2/2008

H08000206277 3

**ARTICLES OF ORGANIZATION
FOR
E-SHOE, LLC
a Florida Limited Liability Company**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I
NAME**

The name of the limited liability company is E-SHOE, LLC (the "Company").

**ARTICLE II
ADDRESS**

The street and mailing address of the principal office of the Company is 10775 Central Port Drive, Orlando, Florida 32824.

**ARTICLE III
DURATION**

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Operating Agreement of the Company or by the written consent of the members of the Company.

**ARTICLE IV
INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company are F&L Corp., One Independent Drive, Jacksonville, Florida 32202.

**ARTICLE V
MANAGEMENT**

The Company shall be a manager-managed company.

FILED
08 SEP -2 AM 8:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H08000206277 3

**ARTICLE VI
OPERATING AGREEMENT**

The power to adopt the Operating Agreement of the Company shall be vested in the members of the Company. The power to alter, amend, or repeal the Operating Agreement of the Company shall be exercised by the members of the Company according to the terms thereof.

Date: September 2, 2008.


CHRISTOPHER S. LINDE, an authorized
representative of the Company

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, Florida Statutes, E-SHOE, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered agent and registered office in the state of Florida.

1. The name of the Company is E-SHOE, LLC.
2. The name of the registered agent and the address of the registered office are F&L Corp., One Independent Drive, Jacksonville, Florida 32202.

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and is familiar with and accepts the obligations of her position as registered agent as provided for in Chapter 608, Florida Statutes.

Date: September 2, 2008.

Registered Agent:

F & L CORP.

By: 

John A. Sanders

Agent and Authorized Signatory

FILED
08 SEP -2 AM 8:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA