

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

**L10000032457
FILED 8:00 AM
March 24, 2010
Sec. Of State
Isellers**

Article I

The name of the Limited Liability Company is:

BRAND SHOES MIAMI BASE IMPORT & EXPORT, LLC

Article II

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

20350 NE 10TH CT.RD.
MIAMI, FL. 33179

The mailing address of the Limited Liability Company is:

20350 NE 10TH CT.RD.
MIAMI, FL. 33179

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:

LUIS J VERGARA
20350 NE 10TH CT.RD.
MIAMI, FL. 33179

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: LUIS J VERGARA

Article V

The name and address of managing members/managers are:

Title: MGRM
LUIS J VERGARA
20350 NE 10TH CT.RD.
MIAMI, FL. 33179

Title: MGRM
GUS J CAMPOS
20350 NE 10TH CT.RD.
MIAMI, FL. 33179

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Article VI

The effective date for this Limited Liability Company shall be:

03/24/2010

Signature of member or an authorized representative of a member

Signature: LUIS J VERGARA