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Shoe Passion, L.L.C. 83 Pine Bark Trail Midway Florida 32343 (850) 321-2482

March 25, 2010

Burney Contract Linguist Contract

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Shoe Passion, LLC

Dear Sirs:

Enclosed please find the following documents with regard to registering Shoe Passion, LLC as a limited liability company.

- (1) Original of the Articles of Organization;
- (2) Original of the Acceptance Of Registered Agent; and
- (3) A check in the amount of ONE HUNDRED TWENTY FIVE AND 00/100 (\$125.00) DOLLARS made payable to the Division of Corporations representing payment of the filing fee.

Please return certified copies of the Articles of Organization to us along with a Certificate of Organization. Thank you for your assistance.

Cordially,

Justine Calmer

Tiffang Palmer

Enclosure

> militar

ARTICLES OF ORGANIZATION

OF

FIN: 27-2200314

SHOE PASSION, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Incorporation.

Article I

The name of the limited liability company shall be Shoe Passion, L.L.CARTINGSELLAND SEED STATES Article II

The period of duration of the corporation is perpetual.

("Company").

Article III

The mailing address shall be Post Office Box 934, Midway, FL 32343 and street address of the principal office of the company shall be 83 Pine Bark Trail, Midway, Florida 32343.

<u>Article IV</u>

The purpose of the company is to engage in restaurant and lounge business and for any other activities or business permitted under the laws of the United States and Florida.

Article V

The name and street address of the registered agent shall be Tiffany Palmer, 83 Pine Bark Trail, Midway, Florida 32343.

Same Statement

<u>Article VI</u> Management

The company shall be managed by the members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the company. This agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization. The name and address of the members of the company is:

Tiffany Palmer, Managing Member, P.O. Box 934, Midway, FL 32343

Vincent Palmer, Managing Member, P.O. Box 934, Midway, FL 32343

Article VII

The shall be no cumulative voting.

The undersigned have executed this Articles of Incorporation this 25th day of

March, 2010.

Tiffany Jalmer 83 Pine Bark Trail Midway, Florida 32343

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CERTICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034 of the Florida Statutes, the following is submitted: SHOE PASSION, L.L.C., desiring to organize or qualify under the laws of the State of Florida, has named TIFFANY PALMER, as its agent to accept service of process within the Florida.

Dated this 25th day of March, 2010.

Registered Agent

Having been named to accept service of process for the above stated company, at the place designated, I Hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. Dated this 25th day of March, 2010.

Registered Agent

y and to is capacity.