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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

LADIES SHOES, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LADIES SHOES, INC.

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida, Chapter 607, Florida Statutes and certify as follows:

ARTICLE I

The name of the corporation shall be **LADIES SHOES, INC.** for convenience the corporation shall be referred to in this instrument as the corporation. The principal place of business of this corporation shall be 3383 NW 7th St, Suite #102, Miami, FL 33125

ARTICLE II

The nature of business of this corporation is to engage in or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III

The maximum number of shares of stocks that this corporation is authorized to issue are 100 (ONE HUNDRED) shares of Common Stocks with a \$1.00 (ONE DOLLAR) par value per share. Any and all such shares issued, and for which the full consideration has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further call of assessment or any other payment thereon.

ARTICLE IV

The street address of the initial registered office of the corporation shall be 1636 NW 16th Terrace Miami, FL 33125 the register agent at that address is Miguel E. Casanueva

Prepared by Miguel E. Casanueva
1636 NW 16th Terrace
Miami FL. 33125
Telephone (305) 986-3955

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The corporation shall have two directors, initially. The name(s) and street address(es) of the initial director(s) who shall hold office for the first year of the corporation, or until their successor is elected are:

Miguel E. Casanueva
President
1636 NW 16th Terrace
Miami FL 33125

Vicente R. Soto
Vice-President
96 NW 43rd Place
Miami, FL 33126

ARTICLE VII

The name(s) and street address(es) of the subscriber(s) these Articles of Incorporation are:

Miguel E. Casanueva
1636 NW 16th Terrace
Miami, FL 33125

Vicente R. Soto
96 NW 43rd Place
Miami, FL 33126

ARTICLE VIII

The private property of the stockholders of the corporation shall not be subject to the payment of corporation debts to any extent whatsoever.

ARTICLE IX

From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed, and other provisions authorized by the Laws of the State of Florida at the time in force, may be added.

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have)
Executed these Articles of Incorporation this 26th day of June
of the year 2001



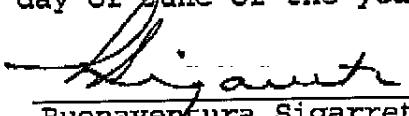
Incorporator



Incorporator

IN WITNESS, personally appeared Miguel E. Casanueva and
Vicente R. Soto, and known by me to be the persons who
executed the foregoing Articles of Incorporation and he (she)
(they) acknowledged before me that he (she) (they) executed
those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand in the State
and County aforesaid this 26th day of June of the year 2001.




Buenaventura Sigarreta
Witness

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for
LADIES SHOES, INC., at the place designated in the
Foregoing Articles in witness whereof of Incorporation,
I hereby agree to act in this capacity, and I further agree
To comply with the provisions of all Statutes relative to the
proper and complete performance of my duties, and I accept
the duties and obligations of Section 607.325 Florida
Statutes.

Signature: _____


Registered Agent

IN WITNESS WHEREOF, I have hereunto set my hand in the State
and County aforesaid, this 26th day of October of 2001.


Buenaventura Sagarreta
Witness

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