

PO10000096294

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800004619198--9  
-10/01/01--01105--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Golfstream Shoes, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Phillip D. Hendra  
Name (Printed or typed)  
1457 Woodward Court  
Address  
 Ft. Myers, Florida 33919  
City, State & Zip  
941-936-5684  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 OCT - 1 AM 11:25

FILED

NOTE: Please provide the original and one copy of the articles.

Ps 10/3/07

**ARTICLES OF INCORPORATION  
OF  
Golfstream Shoes, Inc.**

FILED  
01 OCT -1 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is Golfstream Shoes, Inc. The street address and initial mailing address of this corporation's initial principle office shall be 1457 Woodwind Court, Fort Myers, FL 33919.

**ARTICLE II**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The duration of the corporation shall be perpetual.

**ARTICLE IV**

The aggregate number of shares that the corporation shall have authority to issue is:

**ONE THOUSAND (1,000) SHARES OF \$0.01 PAR VALUE COMMON STOCK**

**ARTICLE V**

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether Civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

**ARTICLE VI**

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article does not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of such amendment.

## ARTICLE VII

The bylaws of the corporation may be amended by majority vote of the directors of the Corporation.

## ARTICLE VIII

Holders of common stock are entitled to receive dividends when, as, and if declared by the board of directors out of funds legally available therefore.

## ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation, but shall not be less than one (1), nor more than nine (9). The initial board of directors shall consist of two (2) directors whose names and addresses are as follows:

Phillip D. Hendra  
1457 Woodwind Court  
Fort Myers, FL 33919

Kevin H. Yeager  
5246 Kenilworth Dr  
Fort Myers, FL 33919

## ARTICLE X

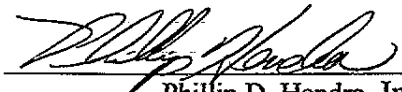
The initial registered agent of the corporation is Phillip D. Hendra. The street address of the corporation's initial registered office is Phillip D. Hendra, 1457 Woodwind Court, Fort Myers, FL 33919.

## ARTICLE XI

The name and address of the incorporator of the corporation is:

Phillip D. Hendra  
1457 Woodwind Court  
Fort Myers, FL 33919

In Witness Whereof, I have hereunto set my hand this/ 5<sup>th</sup> day of October 2001.



Phillip D. Hendra, Incorporator

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

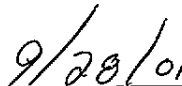
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

1. The name of the corporation is Golfstream Shoes, Inc.
2. The name and address of the registered agent and office is:

Phillip D. Hendra  
1457 Woodward Court  
Fort Myers, FL 33919

*Having been named as registered agent and to accept service of process for the above stated corporation 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.*

  
(SIGNATURE)

  
(DATE)