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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**DARY SHOES CORPORATION**

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ARTICLES OF INCORPORATION  
OF  
DARY SHOES CORPORATION

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ARTICLE I

THE NAME OF THE CORPORATION IS: DARY SHOES CORPORATION

ARTICLE II

THE CORPORATION MAY ENGAGE IN OR TRANSACT IN ANY OR ALL ACTIVITY OF BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATE OF FLORIDA.

ARTICLE III

THE CORPORATION IS AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AN AGREGATE NUMBER OF SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES OF ONE CLASS OF COMMON STOCK HAVING A PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE. THIS CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL BE PEKED BY THE BOARD OF DIRECTORS.

ARTICLE IV

ALL SHAREHOLDERS OF THE CORPORATION SHALL BE VESTED WITH FULL PREEMTIVE RIGHTS.

ARTICLE V

THE CORPORATION INITIAL REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA IS:

CARLOS LUIS MARTINEZ 2736 S.W.-137 AVENUE  
MIAMI-FLORIDA-33175

THE INITIAL PRINCIPAL OFFICE IS:

2736 S.W.-137 AVENUE  
MIAMI-FLORIDA-33175

HAVING BEEN NAMED INITIAL REGISTERED AGENT FOR THIS CORPORATION, I HEREBY ACCEPT SUCH AND CONSENT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH ALL THE REQUIREMENTS OF THE LAW PERTAINING THERETO.

X Carli  
REGISTERED AGENT

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## ARTICLE VI

THE NUMBER OF DIRECTORS CONTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS ONE, THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE.

## ARTICLE VII

THE NAME AND ADDRESS OF THE MEMBER OF THE BOARD OF DIRECTORS ARE:

CARLOS LUIS MARTINEZ  
2736 S.W.-137 AVENUE  
MIAMI-FLORIDA-33175

G.H.

## ARTICLE VIII

THE NAME AND ADDRESS OF THE INCORPORATOR EXECUTING THESE ARTICLES OF INCORPORATION IS:

CARLOS LUIS MARTINEZ  
2736 S.W.-137 AVENUE  
MIAMI-FLORIDA-33175

X et  
INCORPORATOR

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STATE OF FLORIDA

ACKNOWLEDGEMENT

COUNTY OF DADE

BEFORE A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENT INF THE STATE OF FLORIDA AND COUNTY OF DADE, SET FORTH ABOVE, PERSONALLY APPEARED: CARLOS LUIS MARTINEZ

,KNOW TO ME AND BY ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND (HE) (SHE) ACKNOWLEDGE BEFORE ME THAT THEY EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE SET HEREUNTO MY HAND SEAL AFFIXED, IN THE STATE OF FLORIDA, COUNTY OF DADE, THIS 25 OF FEBRUARY, 2002

MY COMMISSION EXPIRED

OFFICIAL NOTARY SEAL  
CELESTINO RODRIGUEZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. C0923295

X Celestino Rodriguez  
NOTARY PUBLIC STATE OF FLORIDA