Division of Corporations

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Division of Corporations

Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (

: (850)205-0381

From:

Appoint Name : NATIONS BUSINESS CENTER, INC.

Account Number: 120000000238 Phone: (305)591-9448 Fax Number: (954)753-3447 O2 JUN 25 PH 3: Q2 SICRETARY OF STATE TALLAHASSEE, FLORIO

FLORIDA PROFIT CORPORATION OR P.A.

YOLI SHOES, CORP.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

6124/02

FAX AUDIT#(((HD2000/56420)))

ARTICLES OF INCORPORATION

TO: SECRETARY OF STATE, STATE OF FLORIDA, TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

YOLI SHOES, CORP.

02 JUN 25 PM 3: 02 SECRETARY OF STATE TALLAHASSEE, FLORIO

The principal place of business of this corporation shall be

8775 NW 153 TERRACE

MIAMI, FL 33018

ARTICLE II NATURE OF BUSINES

This corporation may engage in any business permitted under the laws of the United State, the State of Florida, or any other State, Country, Territory, or Nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1000.

FAX AUDIT#:(((N02000/56420)))

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ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are): Yolanda Martinez & Jorge Gonzalez whom resides at 8775 NW 153 Terrace Miami, FL 33018.

ARTICLE VI INCORPORATOR(S)

The names(s) and street address (es) of the incorporator(s) to these articles of incorporation is (are): Yolanda Martinez whom resides at 8775 NW 153 Terrace, Miami, FL 33018.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this ________ day of _________, 2002.

Signature(s) of Incorporator(s)

Yolarida Martinez/Incorporator/Registered Agent /President Secretary

Jorge Gonzalez/Vice President/Treasurer

(HO 2000 156420)

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: Yoly Shoes, Corp.
- 2. The name and address of the registered agent and office is:

Yolanda Martinez

8775 NW 153 Terrace

Miami, FL 33018

02 JUN 25 PM 3: 02 SECRETARY OF STATE TALL AHASSEE, FLORIDA

SIGNATURE:

TITLE: Incorporator/Registered Agent

Date: 6/24/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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: 40

Date: 6/7.4/4

(HOZOOD 156420)