

<u>Filing</u>	<u>Evidence</u>
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- ☑ Plain/Confirmation Copy
- □ Certified Copy

Retrieval Request

- □ Photocopy
- □ Certified Copy

	NEW FILINGS		
Х	Profit		
	Non Profit		
	Limited Liability		
	Domestication		
	Other		

OTHER FILINGS		
	Annual Reports	
	Fictitious Name	
	Name Reservation	
	Reinstatement	

Type of Document

- □ Certificate of Status
- □ Certificate of Good Standing
- □ Articles Only
- □ All Charter Documents to Include
 Articles & Amendments □ □
- □ Fictitious Name Certificate
- □ Other

	287		III
AMENDMENTS		<u></u>	
Amendment		5 PH	=
Resignation of RA Officer/Director		1	F. D
Change of Registered Agent		81	
Dissolution/Withdrawal			

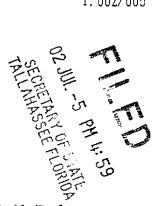
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70000	32 38127 5 08/02-01001026
REGISTRATION/QUALIFICATION***	##70.00 *****70.00
Foreign	
Limited Liability	
Reinstatement //	•
Trademark	
	-

Merger

ARTICLES OF INCORPORATION

OF

KAPLOW SHOE: IMPORTS, INC.



The undersigned, acting as the Incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is KAPLOW SHOE: IMPORTS, INC.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purposes for which the corporation is organized is a wholesale shoe business and are to engage in any activity or business permitted under the laws of the United States and Florida as specifically limited by Florida Statutes Chapter 621.

ARTICLE IV

Authorized shares

Number:

The aggregate number of shares that the corporation

shall have the authority to issue is 1000 shares of

Common Stock.

Voting Rights:

Each of these shares will entitle the holder to 1 vote

per share.

Par Value:

Each share shall have a stated par value of \$.10

ARTICLE V

The initial street address in Florida of the initial registered office of the corporation is: 791 10th Street, Suite B, Naples, Florida 34102. The initial registered agent at that address is Thomas F. Hudgins.

ARTICLE VI

The names and addresses of the initial Incorporator is:

Thomas F. Hudgins 791 10th Street, Suite B Naples, Florida 34102

ARTICLE VII

The holders of the Common Stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of this stock of this corporation as may be issued for any reason. The preemptive right of any holder is determined by the ratio of authorized and issued shares of Common Stock owned by the shareholder to all shares of Common Stock currently authorized and outstanding.

ARTICLE VIII

The address of the principal office is: 791 10th Street, Suite B, Naples, Florida 34102.

ARTICLE IX

The shareholders of this corporation shall be allowed the vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or Vice-President of said corporation not less than 24 hours prior to the time set for the holding of the shareholder's meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation at Naples, Collier County, Florida on this $\frac{24}{}$ day of June, 2002.

Thomas F. Hudgins

CERTIFICATE OF DESIGNATION

Registered Agent/Registered Office

Pursuant to the provisions of Section 607.051, Florida Statute, 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.

One: The name of the corporation is KAPLOW SHOE IMPORTS, INC.

791 10TH Street, Suite B Naples, Florida 34102

Two: The name and address of the Registered Agent is:

Thomas F. Hudgins 791 10TH Street, Suite B Naples, Florida 34102

Executed this 24 day of June, 2002.

Thomas F. Hudgins, Incorporator

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.

Thomas F. Hudgins

6/24/02

Date

02 JUL -5 PM 4:59
SICRETARY OF STATE