

**Electronic Articles of Incorporation
For**

**P03000066904
FILED
June 17, 2003
Sec. Of State**

SHOE MAGNATE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SHOE MAGNATE, INC.

Article II

The principal place of business address:

3643 SW 166 AVE
MIRAMAR, FL. 33027

The mailing address of the corporation is:

3643 SW 166 AVE
MIRAMAR, FL. 33027

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

ALEJANDRO R GOTERA
3643 SW 166AVE
MIRAMAR, FL. 33027

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ALEJANDRO R GOTERA

Article VI

The name and address of the incorporator is:

JOSE CRUZ
8231 SW 96 PL
MIAMI, FLORIDA
33173

Incorporator Signature: JOSE CRUZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
ALEJANDRO R GOTERA
3643 SW 166 AVE
MIRAMAR, FL. 33027

Title: VP
MELEAN G NAKARID
3643 SW 166 AVE
MIRAMAR, FL. 33027

Article VIII

The effective date for this corporation shall be:

06/10/2003