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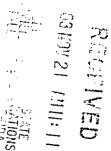


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CORPORATION(S) NAME

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CERTIFIED COPY

ARTICLES OF INCORPORATION

The undersigned incorporators to these Articles of Incorporation, natural persons competent to contract, hereby subscribe and form a corporation for profit under the Laws of the State of Florida.

ARTICLE 1 CORPORATE NAME

The name of the corporation is:

JSK SHOES & VARIETY STORE, INC.

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business/mailing address is:

6953 Sunset Strip Sunrise, FL 33313

The Board of Directors may from time to time move the Registered Office to any other address in the State of Florida.

ARTICLE 111 NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is any and all business permitted under the laws of the state of Florida, including but not limited to the sale of shoes and other general personal and household merchandise.

ARTICLE 1V CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock at \$1.00 par value.

ARTICLE V TERM OF EXISTENCE

This corporation shall be in perpetual existence. The effective date of this corporation shall be the date of its registration with the Secretary of State.



ARTICLE V1 REGISTERED AGENT AND INITIAL REGISTERED OFFICE

Registered Agent:

Joy P Clarke

Address:

6953 Sunset Strip Sunrise, FL 33313

ARTICLE V11 BOARD OF DIRECTORS

This Corporation shall have two (2) initial Director(s). The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

ARTICLE V111 INITIAL DIRECTORS

Name:

Joy P Clarke

Address:

6953 Sunset Strip

Sunrise, FL 33313

Sonia Thompson

4218 Inverrary Blvd

Apt #95B

Lauderdale, FL 33319

ARTICLE 1X INCORPORATOR

The name and address of the person signing these Articles is:

Name

Address

Joy P Clarke

6953 Sunset Strip Sunrise, FL 33313

ARTICLE X IDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director to the full extent of the law.

ARTICLE X1 AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has executed these Articles of Incorporation on this _______ day of November, 2003.

Incorporator, Joy P Clarke

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuance of Florida Statutes, section 607 and section 48.091, the following is submitted in compliance with said sections:

JSK SHOES & VARIETY STORE, INC desiring to organize under the laws of the State of Florida, designates as its agent to accept process within this State, Joy P Clarke, with its agent's office as indicated in the Certificate of Incorporation, at the city of Sunrise, County of Broward, located at 6953 Sunset Strip, Sunrise FL 33313.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping said office open.

Registered Agent, Joy P Clarke

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