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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department Of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

SUBJECT: ANNIA'S SHOES, INC.

Enclosed are an original and two (2) copies of the articles of incorporation and a check for:

\$87.50 (payable to Florida Dept. of State)-Filing fee, certified copy & certificate of status.

From: Luis Bernal
12142 N.W. 35th Street
Sunrise, Fl. 33323
954-274-3496

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

These Articles of Incorporation are in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit).

ARTICLE I. NAME

The name of the corporation shall be ANNIAS'S SHOES, INC...

ARTICLE II. PRINCIPAL OFFICE

The principal place of business/mailing address shall be 12142 N.W. 35th Street, Sunrise, Fl. 33323.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to operate retail stores.

ARTICLE IV. SHARES

The corporation shall be authorized to issue 5,000 shares of stock, no par value.

ARTICLE V. INITIAL OFFICERS AND/OR DIRECTORS

The officers and directors of the corporation are as follows:

Luis Bernal	President/Director
12142 N.W. 35 th Street	
Sunrise, Fl. 33323	

Annia Beatriz Ramirez	Vice President/Secretary/Treasurer/
12142 N.W. 35 th Street	Director
Sunrise, Fl. 33323	

ARTICLE VI. REGISTERED AGENT

The name and Florida address of the registered agent is:

Luis Bernal
12142 N.W. 35th Street
Sunrise, Fl. 33323

ARTICLE VII. INCORPORATOR

The name and address of the incorporator is:

Luis Bernal
12142 N.W. 35th Street
Sunrise, Fl. 33323

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Luis M Bernal
Signature/Registered Agent

11-24-03
Date

Luis M Bernal
Signature/Incorporator

11-24-03
Date