

**Electronic Articles of Incorporation
For**

P04000118432
FILED
August 16, 2004
Sec. Of State
jshivers

PASS SHOES 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:

PASS SHOES INC

Article II

The principal place of business address:

6976 W CAMINO REAL
118
BOCA RATON, FL. 33433

The mailing address of the corporation is:

6976 W CAMINO REAL
118
BOCA RATON, FL. 33433

Article III

The purpose for which this corporation is organized is:

IMPORT & EXPORT SHOES

Article IV

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

200

Article V

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

MUSCO J CARLOS SR
6976 W CAMINO REAL
118
BOCA RATON, FL. 33433

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

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Registered Agent Signature: MUSCO JUAN CARLOS

Article VI

The name and address of the incorporator is:

MUSCO JUAN CARLOS
6976 W CAMINO REAL 118
BOCA RATON FL 33433

Incorporator Signature: MUSCO JUAN CARLOS

Article VII

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

Title: P
CARMELO RUFOLO SR
6976 W CAMINO REAL 118
BOCA RATON, FL. 33433

Title: VP
MARIA A RUFOLO M
6976 W CAMINO REAL 118
BOCA RATON, FL. 33433

Article VIII

The effective date for this corporation shall be:

08/15/2004