

**Electronic Articles of Incorporation
For**

P04000168378
FILED
December 16, 2004
Sec. Of State
jshivers

DESIGNER SHOE OUTLET, 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:

DESIGNER SHOE OUTLET, INC.

Article II

The principal place of business address:

8771 CORAL WAY
MIAMI, FL. 33165

The mailing address of the corporation is:

8771 CORAL WAY
MIAMI, FL. 33165

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:

1000

Article V

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

PEDRO M BELLO
8771 CORAL WAY
MIAMI, FL. 33165

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

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Registered Agent Signature: PEDRO M. BELLO

Article VI

The name and address of the incorporator is:

PEDRO M. BELLO
8771 CORAL WAY
MIAMI, FLORIDA 33165

Incorporator Signature: PEDRO M. BELLO

Article VII

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

Title: P
PEDRO M BELLO
8771 CORAL WAY
MIAMI, FL. 33165

Title: VP
ISABEL BELLO
8771 CORAL WAY
MIAMI, FL. 33165

Article VIII

The effective date for this corporation shall be:

12/15/2004