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FLORIDA PROFIT CORPORATION OR P.A.

dominion footweat, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

Dominion Footwear, Inc.

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act. Hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of corporation shall be: **Dominion Footwear, Inc.**

The principle place of business of this corporation shall be: **3370 NE 190TH St. Suite 2715
Aventura, FL 33180**

ARTICLE II NATURE OF BUSINESS

The corporation may engage in or transact any or lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is _____ (50 0)
Shares of common stock, having par value of _____ (\$1.00) each

ARTICLE IV TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation existence or until their successor(s) is (are) elected, is (are)

<u>NAME(S)</u>	<u>TITLE(S)</u>	<u>ADDRESS(ES)</u>
Paul L. Richman	President/ Secretary	3370 NE 190 TH St. Suite 2715 Aventura, FL 33180

Sandy H. Cho, CPA
2750 NW 3RD Ave. #19
Miami, FL 33127

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ARTICLES VI INCORPORATOR(S)

The names and street address of the incorporator to these articles of incorporation is:

NAME

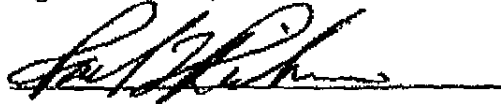
ADDRESS

Paul L. Richman

**3370 NE 190TH St. Suite 2715
Aventura, FL 33180**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Article of Incorporation this 28 day of February 2005

Signature of Incorporator



STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged and sworn to before me this 28th day of February 28, 2005 by Paul L. Richman of Dominion Footware, Inc.



Sandy Cho
My Commission 00228861
Expires June 28, 2007


Notary Public

(SEAL)

My Commission Expires: June 26, 2007

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.323, Florida statutes, the Undersigned Cooperation, organized under the laws of the State of the Florida, submits the following statement in designating the registered office/ registered agent, in the State of the Florida.

The name of the corporation is : **Dominion Footwear, Inc.**

The name and address of the registered agent and office is:

**Paul L. Richman
3370 NE 190TH St. Suite 2715
Aventura, FL 33180**

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SIGNATURE



President

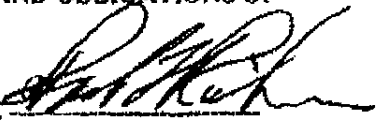
TITLE

Feb. 28, 2005

DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATED, I HERE BY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES

SIGNATURE



Feb. 28, 2005

DATE

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