

**Electronic Articles of Incorporation
For**

P05000062939
FILED
April 29, 2005
Sec. Of State
thampton

MILLENIUM 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:

MILLENIUM SHOE OUTLET INC

Article II

The principal place of business address:

7775 JUNIPER ST
MIRAMAR, FL. US 33023

The mailing address of the corporation is:

7775 JUNIPER ST
MIRAMAR, FL. US 33023

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:

100

Article V

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

ANITA RIVERA
5800 HOLLYWOOD BLVD
SUITE7112
HOLLYWOOD, FL. 33023

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

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Registered Agent Signature: ANITA RIVERA

Article VI

The name and address of the incorporator is:

ANITA RIVERA
7775 JUNIPER ST
MIRAMAR FL
33023

Incorporator Signature: ANITA RIVERA

Article VII

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

Title: P
ANITA RIVERA
7775 JUNIPER ST
MIRAMAR, FL. 33023 US

Title: VP
DAVID RIVERA
7775 JUNIPER ST
MIRAMAR, FL. 33023 US

Article VIII

The effective date for this corporation shall be:

04/28/2005