

**Electronic Articles of Incorporation
For**

P05000073356
FILED
May 19, 2005
Sec. Of State
jshivers

SHOES, BAGS & ACCESSORIES 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:

SHOES, BAGS & ACCESSORIES INC

Article II

The principal place of business address:

5301 NORWOOD AVE
JACKSONVILLE, FL. 32208

The mailing address of the corporation is:

PO BOX 16952
JACKSONVILLE, FL. 32245

Article III

The purpose for which this corporation is organized is:

SELLS SHOES & ACCESSORIES

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:

CLARENCE WATSON
5301 NORWOOD AVE
JACKSONVILLE, FL. 32208

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

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Registered Agent Signature: CLARENCE WATSON

Article VI

The name and address of the incorporator is:

DEBBIE'S ACCOUNTING SERVICES INC
1821--7 PARENTAL HOME RD
JACKSONVILLE FLORIDA 32216

Incorporator Signature: DEBBIE CREGO

Article VII

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

Title: P
CLARENCE WATSON
5301 NORWOOD AVE
JACKSONVILLE, FL. 32208