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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : ACCOUNTING AND BOOKKEEPING SERVICE, INC.
Account Number : I20010000101
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**SHOE TIME INC.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
SHOE TIME INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is SHOE TIME INC.

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The stock of this corporation consist of 1 class, namely

1. Class A stock consisting of 1,000 shares of voting stock, each having \$.001 par value.

The principal place of business for this corporation shall be:

18200 NW 27TH AVENUE
MIAMI, FL 33056

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is:

MICHAEL REVIVO, PRESIDENT
18200 NW 27TH AVENUE
MIAMI, FL 33056

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Directors of this Corporation is:

MICHAEL REVIVO, PRESIDENT
18200 NW 27TH AVENUE
MIAMI, FL 33056

ARTICLE VII - BY - LAWS

The By-laws of this Corporation may be adopted, altered, amended or repealed by either the Class A stockholders or the Directors.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is

MICHAEL REVIVO, PRESIDENT
18200 NW 27TH AVENUE
MIAMI, FL 33056

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with Florida law.

In witness whereof, the undersigned has executed these Articles of Incorporation this 2nd Day of June 2005.

MICHAEL REVIVO

MICHAEL REVIVO, PRESIDENT

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF IT DUTIES.

DATED, THIS 2ND DAY OF JUNE, 2005

MICHAEL REVIVO

BY MICHAEL REVIVO

MICHAEL REVIVO

STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared MICHAEL REVIVO known to me and known by me to be the person who, as INCORPORATOR, executed the foregoing Articles of Incorporation for SHOE TIME INC. and he acknowledged before me that he executed those Articles of Incorporation.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd day of June 2005.



NOTARY PUBLIC, STATE OF FLORIDA,
AT LARGE

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
Mark Fernandez
Commission # DD415410
Expires: MAY 03, 2009
Bonded Thru Atlantic Bonding Co., Inc.

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TALLAHASSEE, FLORIDA