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Florida Department of State

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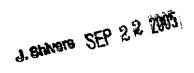
Ashlyn Shoes, Corp.

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Ashlyn Shoes, Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Ashlyn Shoes, Corp. 1255 W 46 Street #26 Hialeah, FL 33012

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1 Share at No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Nuris Fernandez 1255 W 46 Street #26 Hialeah, FL 33012

Prepared By: Bruce B, Hubbard 77 East John St. Hicksville, New York 11801 1-516-935-3940 OS SEP 21 AM 10: 04
SECRETARY OF STATE,
SHORE TARY OF STATE,

ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

Nuris Fernandez - President 557 W 46 Place Hialeah, FL 33012

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Nuris Fernandez 557 W 46 Place Hialeah, FL 33012

The undersigned incorporator(s) bas(have) executed these Articles of Incorporation this

20th day of September 2005.

Nuris Fernandez - Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: $f A$	shlyn Shoes, Corp.	
2. The name and address of the registered	d agent and office is:	
	Nuris Fernandez	
-	Name 1255 W 46 Street #26	

(P.O. Box of Mail Drop Box NOT Acceptable)

Higleah, FL 33012

(City / State / Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

SLURETARY OF STATE

Nums Furnandez

SIGNATURE

September 20, 2005

(Date)