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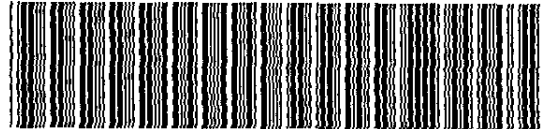
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Certificates of Status _____

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02/14/06--01055--003 **78.75

FILED
06 FEB 14 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES OF
LANCE JOSEPH ESQ. P.A.
THE MARCUS CENTER
9990 S.W. 77th Avenue
Penthouse 9
MIAMI, FLORIDA, 33156
305/ 596-6110

FAX TO: 305/ 596-6140

February 9th 2006

Secretary of State, Division of Corporations
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL. 32301

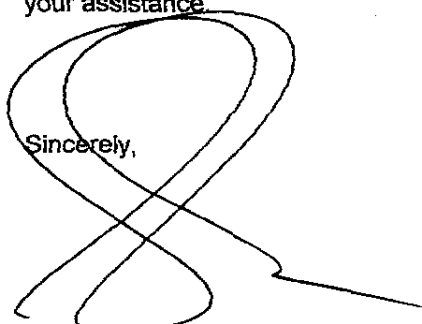
Att: New corporate filings

To whom it may concern:

Please find enclosed the filing fee of \$78.75 per corporation, plus an original and one copy of the Articles of Incorporation for the following corporations.

Please return the recorded copy to the address printed above. Thank you in advance for your assistance.

Sincerely,



Lance Joseph

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06 FEB 14 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
SCARPE SHOES, INC.**

ARTICLE ONE- NAME OF CORPORATION

The name of the Corporation is **SCARPE SHOES, INC.:**

ARTICLE TWO- DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State.

ARTICLE THREE- PURPOSE

This corporation is organized for the purpose of conduction any lawful business enterprise.

ARTICLE FOUR- CAPITAL STOCK

This corporation is authorized to issue **100 shares** of **\$1.00** par value common stock which shall be designated "Common Shares".

ARTICLE FIVE- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase their pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which it is offered to others.

ARTICLE SIX- STREET ADDRESS OF CORPORATION

The Initial street address of this corporation is:

9001 SW 77th Ave, suite C-108, Miami, FL. 33156

ARTICLE SEVEN- INITIAL BOARD OF DIRECTORS

This corporation shall have **two (2)** Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time according to the By-laws. The name and address of the initial Board of Directors of this corporation is:

President/Secretary/Dir:

Gicella Nunez, 9001 SW 77th Ave, suite C-108, Miami, FL. 33156

Vice. Pres./Treas./Dir.:

Calogero Santagati, 9001 SW 77th Ave, suite C-108, Miami, FL. 33156

ARTICLE EIGHT- INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation is/are:

Gicella Nunez, 9001 SW 77th Ave, suite C-108, Miami, FL. 33156

Calogero Santagati, 9001 SW 77th Ave, suite C-108, Miami, FL. 33156

ARTICLE NINE- INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE TEN- AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, the undersigned Officer and Director has executed these Articles of Incorporation this 9th day of February 2006


Gicella Nunez, President/Secretary/Dir


Calogero Santagati, Vice-

Pres./Treasurer/Dir

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Calogero Santagati and Gicella Nunez () identified by Florida Driver's License (Santagati, DL# S52100622600 and Nunez DL# N520 280775420 and they acknowledged before me that they executed these Articles of Incorporation.


Notary Public, State of Florida at large

My commission expires:
Lance Joseph
Commission # DD383964
Expires February 20, 2009
 Bonded Troy Fain - Insurance, Inc. 800-365-7019

FILED

06 FEB 14 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE. NAMING AGENT UPON WHOM SERVICE
MAY BE SERVED.**

In compliance with the laws of the State of Florida, the following is submitted:

Scarpe Shoes, Inc. Inc., under the laws of the State of Florida, has

named:

LANCE JOSEPH P.A., 9990 SW 77th Ave. PH-9, Miami, FL. 33156

as its statutory Registered Agent. Having been named the statutory Registered Agent of the above-named corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


By: Lance Joseph, President

Dated this 7th day of February 2006