

**Electronic Articles of Incorporation
For**

P06000106448
FILED
August 15, 2006
Sec. Of State
jshivers

\$9.99 SHOES & UP, 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:

\$9.99 SHOES & UP, INC.

Article II

The principal place of business address:

33 11TH SILVER SPRINGS BLVD.
OCALA, FL. 34470

The mailing address of the corporation is:

33 11TH SILVER SPRINGS BLVD.
OCALA, FL. 34470

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS. ALSO SELL SHOES, CLOTHING, AND
RELATED ACCESSORIES.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

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

ANNMARIE BROOMFIELD
33 11TH SILVER SPRINGS BLVD.
OCALA, FL. 34470

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

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Registered Agent Signature: ANNMARIE BROOMFIELD

Article VI

The name and address of the incorporator is:

ANNMARIE BROOMFIELD
33 11TH SILVER SPRINGS BLVD.

OCALA, FL 34470

Incorporator Signature: ANNMARIE BROOMFIELD

Article VII

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

Title: P, S
ANNMARIE BROOMFIELD
33 11TH SILVER SPRINGS BLVD.
OCALA, FL. 34470

Title: VP,T
EVERALD BROOMFIELD
33 11TH SILVER SPRINGS BLVD.
OCALA, FL. 34470

Article VIII

The effective date for this corporation shall be:

08/15/2006