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FLORIDA PROFIT/NON PROFIT CORPORATION

SHOE & LUGGAGE REPAIR OF PEMBROKE PINES, INC.

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ARTICLES OF INCORPORATION OF:

SHOE & LUGGAGE REPAIR OF PEMBROKE PINES, INC.

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

ARTICLE I - NAME

The name of the corporation shall be:

SHOE & LUGGAGE REPAIR OF PEMBROKE PINES, INC.

The principal place of business of this corporation shall be:

1693 N. HIATUS ROAD, PEMBROKE PINES, FL 33026

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the state of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 shares, \$500 Par value

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

**JONATHAN RAMIREZ - PRESIDENT
1693 N. HIATUS ROAD
PEMBROKE PINES, FL 33026**

ARTICLE VI - INCORPORATOR(S)

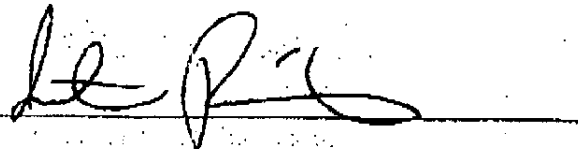
The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is (are):

JONATHAN RAMIREZ - PRESIDENT
1693 N. FLATUS ROAD
PEMBROKE PINES, FL 33026

ARTICLE VII

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 19th day of APRIL 2007.

Signature(s) of Incorporator(s)

A handwritten signature, likely of Jonathan Ramirez, is written over a horizontal line. The signature is in cursive and appears to be "J. Ramirez".

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1- The name of the corporation:

SHOE & LUGGAGE REPAIR OF PEMBROKE PINES, INC.

- 2- REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the Undersigned Corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1- The name of the corporation:

SHOE & LUGGAGE REPAIR OF PEMBROKE PINES, INC.

2. The name and address of the registered agent and office:

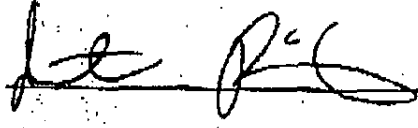
**JONATHAN RAMIREZ - PRESIDENT
1693 N. HIATUS ROAD
PEMBROKE PINES, FL 33026**

SIGNATURE: 

TITLE: PRESIDENT

DATE: APRIL 19TH, 2007

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida Statutes.

Signature: 

Date: _____

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