

**Electronic Articles of Incorporation
For**

P08000078114
FILED
August 22, 2008
Sec. Of State
wcunningham

N&G SHOE RETAIL, 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:

N&G SHOE RETAIL, INC.

Article II

The principal place of business address:

10775 NW 21ST STREET
150
MIAMI, FL. 33172

The mailing address of the corporation is:

10775 NW 21ST STREET
150
MIAMI, FL. 33172

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

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:

BW&T BUSINESS ADVISERS, INC.
9050 PINES BLVD,
450
PEMBROKE PINES, FL. 33024

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

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Registered Agent Signature: NAYARIT BRICENO

Article VI

The name and address of the incorporator is:

ALEJANDRO GOTERA
10775 NW 21ST STREET
150
MIAMI, FL 33172

Incorporator Signature: ALEJANDRO GOTERA

Article VII

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

Title: D
ALEJANDRO GOTERA
10775 NW 21ST STREET #150
MIAMI, FL. 33172