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Office Use Only

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EXAMINER



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Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

RE: Filing Articles of Conversion SHOEICIDE INC. LZ order # 502116822

Dear Sir or Madam:

Attached for filing please find the Articles of Conversion of the above-referenced corporation. Enclosed, please find a check for \$113.75 for the filing fee and certified copy fee. Please process this application as quickly as possible and send the filed copy to me at the address below:

Legalzoom.com, Inc. 100 W. Broadway Suite 100 Glendale, CA 91210

If you have any questions, please call me at (323) 962-8600 ex 7950. Thank you for your help in this matter.

Sincerely,

Tony Burroughs LegalZoom.com

COVER LETTER

| • | | Section Corporations | | | | |
|---|------------------------|--|--|------------------------------|----------|---|
| SUBJECT: S | HOEI | CIDE INC. | | | | |
| · · · · · · · · · · · · · · · · · · | | (Name of Resultin | ng Florid | da Profit Co | rporatio | n) |
| | ther B | | | | | and fees are submitted to tion" in accordance with s |
| Please return a | all cor | respondence concernin | g this 1 | matter to: | | |
| Barbar | a D | ang | | | | |
| | | (Contact Person) | | | _ | |
| Legalzoom | .com | , Inc. (Firm/Company) | | | _ | |
| 100 W Broad | way S | Suite 100 (Address) | | | _ | |
| Glendale, CA | | O (City, State and Zip Code) | | | _ | |
| For further in | ormat | ion concerning this ma | itter, pl | ease call: | | |
| Barbara Dan (Nan | | ontact Person) | | 323 (Area Code | | 2-8600 X 7950 ytime Telephone Number) |
| Enclosed is a | check | for the following amou | ınt: | | | |
| □\$105.00 Filing | g Fees | \$113.75 Filing Fees and Certificate of Status | | 13.75 Filing Certified Co | | \$122.50 Filing Fees, Certified Copy, and Certificate of Status |
| STREET AD | DRES | SS: | | MAII | LING A | ADDRESS: |
| Registration S Division of Co Clifton Buildi 2661 Executiv Tallahassee, F | orpora ng /e Cen | tions ter Circle | Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 | | | |

Certificate of Conversion For "Other Business Entity" Into Florida Profit Corporation

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate

of Conversion is: SHOEICIDE LLC (Enter Name of Other Business Entity) 2. The "Other Business Entity" is a Limited Liability Company (Enter entity type. Example: limited liability company, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.) first organized, formed or incorporated under the laws of Florida (Enter state, or if a non-U.S. entity, the name of the country) on 03/29/2011 (Enter date "Other Business Entity" was first organized, formed or incorporated) 3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated: 4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation: SHOEICIDE INC. (Enter Name of Florida Profit Corporation) 52

5. If not effective on the date of filing, enter the effective date:

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

| Signed th | is day of _ | Jdn. | | 2n 12 | |
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| | Signature for Florid | | • | | |
| | | | | • | |
| Signature | of Chairman, Vice Ch | airman, Director, (| Officer, or, if D | irectors or Officers har | ve not |
| Deen selec | ted, an incorporator: | Vauatla | Provident | A STILL | |
| rimien W | ame: Vaunita Rutledge | i me: | Flesident | <u> </u> | |
| Required signature(s | Signature(s) on behali i).] | of Other Busines | <u> Entity:</u> [See | below for required | |
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| Printed Na | Me: Vaunita Rutledge | many. | Title: MGRM | | _ |
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| All others: Signature o | f an authorized person. | | | | |
| Formi | | | | | |
| Fees: | tificate of Conversion: | | \$35.00 | | |
| | s for Florida Articles of | | \$70,00 | | |
| | tified Copy: | | \$8.75 (Options | aJ) | |
| | tificate of Status: | | \$8.75 (Options | | |
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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

SHOEICIDE INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

4532 W. Kennedy Blvd Ste 105, Tampa FL 33609

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Retail Store

ARTICLE IV SHARES

The number of shares of stock is.

100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Vaunita Rutledge, President, Secretary, Treasurer, Director, 4532 W. Kennedy Blvd Ste 105, Tampa FL 33609

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

UNITED STATES CORPORATION AGENTS, INC

13302 WINDING OAK COURT SUITE A TAMPA FL 33612 US

PAGE 01/01

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Vaunita Rutledge, 4532 W. Kennedy Blvd Ste 105, Tampa FL 33609

| ****** | ************************************** | ************ |
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| designated in this cer | as registered agent to accept service of process for the afficate, I am familiar with and accept the appointment as | a above stated corporation at the place registered agent and agree to act in this |
| capacity | Jacob Varghese, VP, on behalf of United States Corporation Agents, Inc. | 02/08/2012 |
| Signatu | rc/Registered Agent | Date |
| Vaudta 1 | 2 ttoda | 01/11/2012 |
| Signatu | re/incorporator | , Date |