

P 95000063096

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
*****201101 *****201101

SUBJECT: MCM Footwear Enterprises, Inc.

Proposed Corporate Name

Enclosed is an original and one copy of the Articles of Incorporation, a designation of registered agent, and a check for \$70.00. Please return one copy of the Articles stamped with the filing date.

FROM:

Manuel G. Rodriguez

Name (print or type)

331 Cambridge Drive

Address

Ft. Lauderdale, FL 33326

City, State, Zip

(305) 389-2400

Area Code and Phone Number (Daytime)

FILED
1995 AUG 15 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

MCM Footwear Enterprises, Inc.

(Name of Corporation)

FILED
1995 AUG 15 14 8 56
TALLAHASSEE
FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1: NAME

The name of the corporation shall be: MCM Footwear Enterprises, Inc.

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be (give *street* address and zip code): 331 Cambridge Drive, Ft. Lauderdale, FL 33326

ARTICLE 3: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1500

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is Manuel G. Rodriguez
SAME

whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 5: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Manuel G. Rodriguez, 331 Cambridge Drive, Ft. Lauderdale, FL 33326

The undersigned incorporator has executed these Articles of Incorporation this 11
Day of August, 19 95.


Signature

Articles of Incorporation

Filing Fee — \$35.00

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida law, 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/professional association is: _____
MCM Footwear Enterprises, Inc.

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

Manuel G. Rodriguez

Full name

331 Cambridge Drive

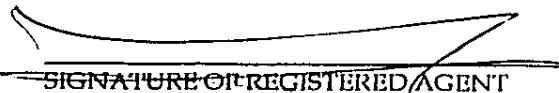
Address (P.O. Box *not* acceptable)

Ft. Lauderdale, FL 33326

City, State, and Zip

FILED
1995 AUG 15 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



SIGNATURE OF REGISTERED AGENT

August 11, 1995
DATE

Designation of Registered Agent
Filing Fee — \$35.00