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August 24, 1995

Secretary of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

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Re: Peck's Shoes, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Martha E. Brown
Martha Brown

Peck's Shoes, Inc.

710 Cypress Gardens Blvd.
Winter Haven
Florida 33880
(941) 299-3851

FILED
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TALLAHASSEE, FL
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ARTICLES OF INCORPORATION

of

Peck's Shoes, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Peck's Shoes, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Martha E. Brown</u>		
ADDRESS	<u>710 Cypress Gardens Blvd.</u>		
CITY	<u>Winter Haven</u>	FLORIDA	ZIP <u>33880</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>Peck's Shoes, Inc.</u>		
ADDRESS	<u>710 Cypress Gardens Blvd.</u>		
CITY	<u>Winter Haven</u>	FLORIDA	ZIP <u>33880</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>John R. Peck</u>		
ADDRESS	<u>1958 8th Street SE</u>		
CITY	<u>Winter Haven</u>	STATE <u>Florida</u>	ZIP <u>33880</u>
NAME	<u>Robert K. Brown</u>		
ADDRESS	<u>3409 King Road</u>		
CITY	<u>Winter Haven</u>	STATE <u>Florida</u>	ZIP <u>33880</u>
NAME	<u>Martha E. Brown</u>		
ADDRESS	<u>3409 King Road</u>		
CITY	<u>Winter Haven</u>	STATE <u>Florida</u>	ZIP <u>33880</u>

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	John R. Peck			
ADDRESS	1958 8th. Street SE			
CITY	winter Haven	STATE	Florida	ZIP 33880
NAME	Robert K. Brown			
ADDRESS	3409 King Road			
CITY	Winter Haven	STATE	Florida	ZIP 33880
NAME	Martha E. Brown			
ADDRESS	3409 King Road			
CITY	Winter Haven	STATE	Florida	ZIP 33880

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 24th day of August, 19 95.

John R. Peck (Seal)
Robert K. Brown (Seal)
Martha E. Brown (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

Peck's Shoes, Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 710 Cypress Gardens Blvd.
Winter Haven, FL 33880

has named Martha E. Brown
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Martha E. Brown
(registered agent)

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