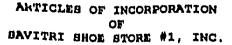
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CR2E031 (1-89)



We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:

SAVITRI SHOE STORE #1, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$6.00 par value.

ARTICLE IV

The corporation shall begin with \$600.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is: 5303 NE 2ND AVE MIAMI, FL 33137

ARTICLE VII

The number of directors constituting its initial Board of Directors is whose name(s) and address(es) is(are):

SAVITRI O. GOSINE 1562 NE 149th St MIAMI,FL.33161 (301) 718-0676

ARTICLE VIII

The name and address of the subscriber is:

SAVITRI O. GOSINE 1562 NE 149TH ST. MIAMI, FL. 33161

ARTICLE IX

Permanent agent and address for the corporation is:

SAVITRI O. GOSINE 1562 NE 149TH ST , MIAMI, FL. 33161

ARTICLE X

Shareholders shall be entitled to preemptive rights.

BAVITRI O GOSINE

Dated: 1- 20-96

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority personally appeared 5/1/1/10, Gos/1/67 who is well known to me to be the person described in and who subscribed the above Articles of Incorporation, and he freely and voluntarily acknowledges before me according to law that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITHESS WHEREOF, I have herounto set my hand and seal at Dade County, Florida, this 1 day of 199.

Notary Public, State of Florida

My commission expires:

OFFICIAL NOTABLY SEAL
WILLIAM FRALMER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC744568
MY COMMISSION EXP. DEC. Z 1016.

CERTIFICATE DESIGNATING PLACE OF BUB. OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT SAVITRI SHOE STORE #1, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED SAVITRI O.GOSINE AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature Auntre O Gosine

Title PRESIDENT

Date 5' 20 96

HAVING BEEN MAMED 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.

Signature Saintri O. Gosine
SAVITRI O. GOSINE

Date 5. 20 96.