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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.
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NAME: TAMPA BAY SHOE SERVICE COMPANY, INC.

AUDIT NUMBER.....H97000001387

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

H97-01387

of TAMPA BAY SHOE SERVICE COMPANY, INC.
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: TAMPA BAY SHOE SERVICE COMPANY, INC.
Address of the Corporation: 1301 NORTH 18th STREET
TAMPA, FLORIDA 33605

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

2004 DURHAM TAMPA, FLORIDA 33605
and the name of the initial registered agent at such address is MICHELLE FAVA CAPITENO

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Michelle Fava Capiten
Signature of Registered Agent

1/16/97

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. <u>TERRY SCAGLIONE</u>	<u>STEVE SALARIO</u>
<u>1301 NORTH 18th STREET</u>	<u>1301 NORTH 18th STREET</u>
<u>TAMPA, FLORIDA 33605</u>	<u>TAMPA, FLORIDA 33605</u>

Article 7: The Name and address of the incorporator is:

TERRY SCAGLIONE
1301 NORTH 18th STREET
TAMPA, FLORIDA 33605

In witness whereof I have subscribed my name

Terry Scaglione
Signature of Incorporator
TERRY SCAGLIONE

Prepared by:
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571

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