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GAGE & ASSOCIATES, P.A.  
10001 N.W. 50th STREET  
SUITE 204  
SUNRISE, FL 33361

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MDM INTERNATIONAL SHOE CORPORATION**

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

**ARTICLE I. NAME**

The name of the corporation shall be MDM International Shoe Corporation.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV. ADDRESS**

The street address of the initial principal office of the corporation shall be 7949 NW 51st Court, Lauderhill, FL 33351.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

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#### ARTICLE VI. SPECIAL PROVISIONS

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

#### ARTICLE VII. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

#### ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation and the corporation's principal office and mailing address is:

Marc Ruggieri

7949 NW 51st Court  
Lauderhill, FL 33351

#### ARTICLE IX. INCORPORATOR & REGISTERED AGENT

The name and street address of the registered agent to these Articles of Incorporation and the registered agent's principal office and mailing address is:

Daniel G. Gass

10001 NW 50th Street, #204  
Sunrise, FL 33351

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

X   
Daniel G. Gass

I hereby am familiar with and accept the duties and responsibilities as incorporator of said corporation.

X   
Daniel G. Gass

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