



THE UNITED STATES
CORPORATION
COMPANY

P97000074815

ACCOUNT NO. : 072100000032

REFERENCE : 494529 7134236

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : August 12, 1997

ORDER TIME : 12:38 PM

ORDER NO. : 494529-005

CUSTOMER NO: 7134236

CUSTOMER: Mr. Morris Rouah
MR. MORRIS ROUAH

432 Holly Lane

Fort Lauderdale, FL 33317

900002275339--7

DOMESTIC FILING

NAME: 4 LESS
SHOES ~~LESS~~ INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

FILED
97 AUG 22 AM 11:21
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG 22 PM 4:42
OFFICE OF CORPORATION

W97-19603 6

SM AUG 28 1997.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 25, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: SHOE HUT INC.
Ref. Number: W97000019603

We have received your document for SHOE HUT INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 297A00042685

RESUBMIT

Please give original
submission date as file date

RECEIVED
DIVISION OF CORPORATIONS
AUG 27 PM 12:31
170

ARTICLES OF INCORPORATION
OF

SHOES 4 LESS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SHOES 4 LESS, INC.

The address of the principal office of this corporation shall be 432 Holly Lane, Plantation, Florida 33317, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact 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 100000 shares of common stock having \$1.00 par value per share.

FILED
97 AUG 22 AM 11:21
SEC. OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 432 Holly Lane, Plantation, Florida 33317 and the name of the initial registered agent of the corporation at that address is Morris Rouah.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Morris Rouah

432 Holly Lane,
Plantation, Florida 33317

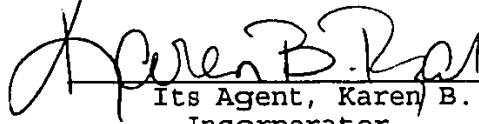
ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc

1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these
Articles of Incorporation on August 21, 1997.

A handwritten signature in cursive script, appearing to read "Karen B. Rozar", is written over a horizontal line.

Its Agent, Karen B. Rozar
Incorporator

ACP

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Morris Rouah, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

SHOES 4 LESS, INC.

Morris Rouah is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

Typed Name: Morris Rouah

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