#### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED STATE CRETARY OF STATE OF CORPORATIONS

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### Articles of Incorporation of Shoes of The Fisherman, Incorporated

#### Article I: Name

The name of this corporation shall be Shoes of the Fisherman, Incorporated.

#### Article II: Commencement & Duration

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation. This corporation's duration shall be perpetual.

#### Article III: Purpose

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of the State of Florida and the United States of America.

#### Article IV: Capital Stock

The number of shares of stock that corporation is authorized to have outstanding at any one time is one million (1,000,000) shares having no par value.

#### **Article V: Initial Board of Directors**

The number of directors on this corporation's Initial Board of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The names and addresses of the individuals who shall serve as members of the Initial Board of Directors are:

Kathleen L. Farrell, President, 316 21st Avenue NE, St. Petersburg, FL 33704 Linda S. Harper, Secretary, 316 21st Avenue NE, St. Petersburg, FL 33704

#### Article VI: Principal Office

The address of this corporations' principal office is: 2037 1st Avenue North, St. Petersburg, FL 33713.

#### Article IX: Initial Registered Office and Agent

The name and address of this corporation's initial registered agent and office is: Attorney Robert W. Pope, Esquire, 2037 1st Avenue North, St. Petersburg, FL 33713.

#### Article X: Incorporator

The name and address of the individual who shall serve as this corporation's incorporator is: Kathleen L. Farrell, 316 21st Avenue NE, St. Petersburg, FL 33704

#### Article XI: Amendment

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

SECRETARY OF STATE DIVISION OF CORPORATIONS

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Kaffle J. Farrell Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of the Shoes of The Fisherman, Inc. I hereby state that I am familiar with and accept the duties and responsibilities/as registered agent for Shoes of The Fisherman, Inc.

Registered Agent

State of Florida, County of Pinellas, on Sept. 4, 1998. Attorney Robert W. Pope, designated above as the individual who shall serve as the corporation's initial registered agent, who is personally known to me, appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation of Shoes of The Fisherman, Incorporated.

Argela O. Arnald

(Notary Public – Printed or Typed Name)

Commission Expiration Date and Commission Number:

(Seal)

