

P980000104001

Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT CORPORATION OR P.A.

GECKO U.S.A., INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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# ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

## ARTICLE ONE

### NAME

The name of this corporation shall be Gecko U.S.A., Inc.

## ARTICLE TWO

### TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved, in accordance with the laws of the State of Florida. Corporate existence shall commence upon the filing of these Articles with the Secretary of State.

## ARTICLE THREE

### PURPOSE

The corporation is being formed to engage in the purchase and wholesale sale of footwear and fashion items, and to carry on such business activities as are ancillary and incidental to the aforesaid, and to conduct such other activities permitted under the laws of the United States of America and the laws of the State of Florida.

Prepared by:

Robert Lederman, Esquire  
1570 Madruga Avenue - Suite 311  
Coral Gables, Florida 33146  
(305) 666-2288  
Florida Bar No.: 200621

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ARTICLE FOUR

**CAPITAL STOCK**

The capital stock of this corporation shall consist of 7,500 shares of common stock with a par value of \$1.00 per share.

ARTICLE FIVE

**DIRECTORS**

The number of Directors will not be less than one. The names and addresses of the first Director of this corporation is **DANNY TAHA**, 6915 Red Road, Suite 215-A, Coral Gables, Florida, 33143.

ARTICLE SIX

**PRINCIPAL OFFICE**

The initial address of the principal office of the corporation is 6915 Red Road, Suite 215-A, Coral Gables, Florida, 33143.

ARTICLE SEVEN

**INCORPORATOR**

The name and address of the person signing these Articles as an incorporator is **DANNY TAHA**, 6915 Red Road, Suite 215-A, Coral Gables, Florida, 33143.

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ARTICLE EIGHT

INITIAL REGISTERED AGENT AND OFFICE

The name of this corporation's initial registered agent and the street address of its initial registered office is **DANNY TAHA**, 6915 Red Road, Suite 215-A, Coral Gables, Florida, 33143.

ARTICLE NINE

AMENDMENT

The Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

ARTICLE TEN

INDEMNIFICATION

This corporation shall indemnify any and all of its Directors or Officers, or former Directors or Officers, to the maximum extent permissible by law in connection with any action, suit or proceeding, whether civil, criminal, administrative, or investigative (and any appeals thereof) to which any such person or his legal representative shall be made a party. The foregoing right of indemnification shall not be exclusive of any other rights to which any such person may be entitled as a matter of law or which may be lawfully granted to her.

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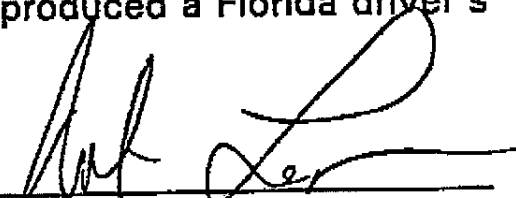
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IN WITNESS WHEREOF, the undersigned has made,  
subscribed and acknowledged these Articles of Incorporation on  
this 11 day of December, 1998.

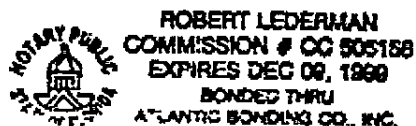
  
Danny Taha

STATE OF FLORIDA                    )  
  ) SS  
COUNTY OF MIAMI-DADE        )

The foregoing instrument was acknowledged before me on  
this 11 day of December, 1998, by Danny Taha, who is  
personally known to me or who has produced a Florida driver's  
license as identification.

  
Notary Public  
Print Name: Robert Lederman

my commission expires:




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# ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT


The undersigned hereby accepts the appointment as Registered Agent, upon whom process may be served for Gecko U.S.A., Inc.

  
Danny Taha

STATE OF FLORIDA )  
 ) SS  
COUNTY OF MIAMI-DADE )

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TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me on this 11 day of December, 1998, by Danny Taha, who is personally known to me or who has produced a Florida driver's license as identification.

  
Notary Public  
Print Name: Robert Lederman

my commission expires:

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ROBERT LEDERMAN  
COMMISSION # CC 505156  
EXPIRES DEC 08, 1999  
BONDED THRU  
AMERICAN BONDING CO., INC.