

P99000068960

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Dye HARD Shoe Design AND Clothing Shop Inc.
(proposed corporate name)

800002944668--1
-07/29/99--01017--001
****122.50 ****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 122.50 .

FROM:

Dye HARD Shoe Design AND Clothing Shop Inc.
Name (printed or typed)

NORTHSIDE SHOPPING CENTER 7920 NW 27TH AVE SUITE # 180
Address

MIAMI FL 33147
City, State, & Zip

(305) 696-5077
Telephone Number

Note: Please provide the original and one copy of the Articles.

FILED
99 JUL 29 AM 7:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

Dye Hard Shoe Design and Clothing Shop Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Dye Hard Shoe Design and Clothing Shop Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

NORTHside Shopping Center 7900 NW 27th Ave Suite 180
MIAMI FL 33147

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

James A. Townsley
1150 NW 88th St
MIAMI FL 33150

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TALLAHASSEE FLORIDA

ARTICLE V INCORPORATOR(S)

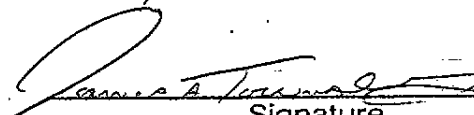
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

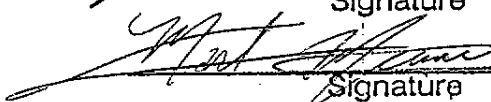
JAMES A. TOWNSHOF - President
1150 NW 88TH ST
MIAMI FL 33150

MARK A. MOORE - VICE President
2942 NW 94ST
MIAMI FL 33147

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

21ST day of JULY, 19 99


Signature


Signature

Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: DYE HARD SHOE DESIGN AND
CLOTHING SHOP INC.

2. The name and address of the registered agent and office is:

JAMES A. TOWNSELEY
(NAME)
NORTHSIDE SHOPPING CENTER 7900 NW 27TH AVE SUITE 180
(P.O. BOX NOT ACCEPTABLE)
MIAMI FL 33147
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE James A. Townsley
DATE 7-19-99

REGISTERED AGENT FILING FEE: \$35.00

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99 JUL 29 AM 7:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA