

OFFICE USE ONLY (Document #)

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LIZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

OFFICE USE ONLY

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

1. *NIEBLA SHOES, INC.*

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

Walk in

Pick up time *2.00*

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<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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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED  
99 SEP -3 AM 11:33

Examiner's Initials

ARTICLES OF INCORPORATION

FOR

NIEBLA SHOES, INC.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS: NIEBLA SHOES, INC.. THE INITIAL POST OFFICE ADDRESS OF THIS CORPORATION IN THE STATE OF FLORIDA IS: 921 S.W. 74TH AVE. MIAMI, FLORIDA 33144-4525.

ARTICLE II - DURATION

THE TERM OF DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

ARTICLE III - PURPOSE

- A) THE PURPOSE FOR WHICH CORPORATION IS BEING ORGANIZED IS TO OPERATE A SHOE STORE AND SHOE SALE RETAIL.
- B) TO ENGAGE IN ANY OF ALL LAWFUL ACTIVITY AND TO INSTITUTE, PARTICIPATE IN AND PROMOTE COMMERCIAL, MERCANTILE, FINANCIAL AND INDUSTRIAL ENTERPRISES AND OPERATION, AND FOR THE PURPOSE OF TRANSACTION ANY OR ALL LAWFUL BUSINESS.

ARTICLE IV - CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS (100) SHARES OF COMMON STOCK OF \$1.00 (ONE DOLLAR) NOMINAL VALUE EACH.

ARTICLE V - VOTING RIGHTS

EXCEPT AS OTHERWISE PROVIDED BY LAW THE ENTIRE POWER FOR THE ELECTION OF DIRECTORS AND FOR ALL OTHER PURPOSES SHALL BE VESTED EXCLUSIVELY IN THE HOLDERS OF THE OUSTANDING COMMON SHARES.

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TALLAHASSEE FLORIDA

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ARTICLE VI - INITIAL REGISTERED  
OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS: 921 S.W. 74TH AVE. MIAMI, FLORIDA 33144-4525, AND THE NAME OF THE INITIAL REGISTERED AGENT FOR THIS CORPORATION AT THAT ADDRESS IS: MANUEL NIEBLA.

ARTICLE VII - INITIAL BOARD OF DIRECTORS  
AND OFFICERS

THIS CORPORATION SHALL HAVE NOT LESS THAN TWO (2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME. BY LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN TWO (2). THE NAME AND ADDRESS OF THE INITIAL DIRECTORS AND OFFICERS ARE:

<u>NAME</u>	<u>POSITION</u>
<u>MANUEL NIEBLA</u>	PRESIDENT/DIRECTOR 921 S.W. 74TH AVE. MIAMI, FLORIDA 33144-4525
<u>ESTHER NIEBLA</u>	SECRETARY/DIRECTOR 921 S.W. 74TH AVE. MIAMI, FLORIDA 33144-4525

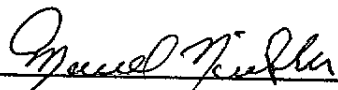
ARTICLE VIII - INCORPORATORS

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
<u>ESTHER NIEBLA</u>	921 S.W. 74TH AVE. MIAMI, FLORIDA 33144-4525	50%
<u>MANUEL NIEBLA</u>	921 S.W. 74TH AVE. MIAMI, FLORIDA 33144-4525	50%

ARTICLE IX - POWERS

THIS CORPORATION SHALL HAVE ALL OF THE CORPORATE POWERS  
ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT, OR  
ANY SUCCESSORS THERE TO.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATORS HAVE  
EXECUTED THESE ARTICLES OF INCORPORATION THIS 2ND DAY OF  
SEPTEMBER, 1999.



MANUEL NIEBLA  
INCORPORATOR AND REGISTERED  
AGENT



ESTHER L. NIEBLA

HAVING BEEN NAMED AS  
REGISTERED AGENT AND TO  
ACCEPT SERVICE OF PROCESS  
FOR THE ABOVE STATED  
CORPORATION

SIGNATURE

  
MANUEL NIEBLA

DATE: SEPTEMBER 2, 1999

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TALLAHASSEE FLORIDA