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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

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ARTICLES OF INCORPORATION  
OF  
**BRASSBOOT, INC.**

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation.

**ARTICLE I**  
**NAME**

The name of this corporation shall be:

BRASSBOOT, INC.

**ARTICLE II**  
**GENERAL NATURE OF BUSINESS**

The general nature of business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. Shoe Retailer.
- b. To conduct and operate any type of business or affairs authorized by the laws of the State of Florida and of the United States of America.

**ARTICLE III**  
**CAPITAL STOCK**

The capital stock of this corporation shall be 50 shares, having NO par value. All of said stock shall be payable in cash, equipment, property, real or personal, labor or service in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

**ARTICLE IV**  
**CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall commence business shall be no less than \$500.00.

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**ARTICLE V**  
**CORPORATE EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE VI**  
**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of said corporation shall be at 1881 Northwest 20<sup>th</sup> Street, Miami, Florida 33142 with the privilege of having branch offices at other places within or without the State of Florida. The Board of Directors may, from time to time, move the principal office to any other address.

**ARTICLE VII**  
**NUMBER OF DIRECTORS**

The number of directors of this corporation shall be not less than 1 and no more than 5. The number of directors may be increased or diminished, from time to time, by the by-laws adopted by the stockholders.

**ARTICLE VIII**  
**DIRECTORS**

The names and post office addresses of the First Board of Directors of this Corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME:	ADDRESS:
Angela Charnay	9140 SW 123 <sup>rd</sup> Court #Q-203 Miami, Florida 33186

**ARTICLE IX**  
**SUBSCRIBERS**

The names and addresses of the initial subscribers signing these Articles of

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Incorporation, the number of shares of stock which they agree to take and the value of the consideration therefor are:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>SHARES:</u>	<u>CONSIDERATION:</u>
Angela Charnay	9140 SW 123 <sup>rd</sup> Court #Q-203 Miami, Florida 33186	50	\$500.00

**ARTICLE X**  
**AMENDMENT OF ARTICLES**

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute or set out in the corporate by-laws, so long as same does not conflict with the Florida Statutes.

**ARTICLE XI**  
**REGISTERED AGENT**

The name and address of the initial registered agent of the corporation shall be:

Manuel J. Mari, Esq.  
250 Bird Road, Suite 102  
Coral Gables, Florida 33146

**ARTICLE XII**  
**OFFICERS**

The names and addresses of the officers who will serve until the first election of appointment under these Articles of Incorporation are:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>POSITION:</u>
Angela Charnay	9140 SW 123 <sup>rd</sup> Court #Q-203 Miami, Florida 33186	President

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IN WITNESS WHEREOF, WE the undersigned, being each of the original subscribers to the capital stock hereinabove named, for the purposes of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the stated are true, and do respectfully agree to take the number of shares herein above set forth, and hereunto set our hands and seal, this Sept. 9, 1999.

Angela Charnay  
(SEAL)

(SEAL)

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

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BEFORE ME, the undersigned authority, personally appeared **ANGELA CHARNAY** who is/are known to me to be the person(s) described in and who executed the foregoing Articles, acknowledged it to be the act and deed of the signer(s) respectively and respectfully, and stated that the facts and matter therein set forth are true and correct.

WITNESS my hand and my seal this 9th day of September, 1999.

My Commission Expires:

OFFICIAL NOTARY SEAL  
MANUEL J. MARI  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC358059  
MY COMMISSION EXP. JUNE 8, 2000

OFFICIAL NOTARY SEAL  
MANUEL J. MARI  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC358059  
MY COMMISSION EXP. JUNE 8, 2000

Manuel J. Mari  
NOTARY PUBLIC  
State of Florida at Large

### CONSENT OF RESIDENT AGENT

Having been named Resident Agent of this Corporation at the office designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the designation.

Manuel J. Mari  
Manuel J. Mari  
250 Bird Road, Suite 102  
Coral Gables, Florida 33146  
(305) 444-9100

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