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CORPORATION(S) NAME

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Acknowledgment:			

ALAN S. ZANGEN, P.A.

	ATTORNEY AT LAW
Alan S. Zangen*	Wellington Corporate Center
OF COUNSEL B. CHRISTINE MALMUTH, R.N.	1200 CORPORATE CENTER WAY SUITE 201
MATTHEW F. LUPARDO+	Wellington, Florida 33414
*Member Florida Bar, New York Bar	TELEPHONE (561) 793-2400
AND ILLINOIS BAR +MEMBER FLORIDA BAR AND NEW YORK BAR	FACSIMILE (561) 753-9966
	October 5, 1999
Florida Department of State	
Division of Corporations	
409 East Gaines Street	
Tallahassee, FL 32399	Anna da antiga de la composición de la Composición de la composición de la co
Re: Save On Shoes.C	Com, Inc.
Dear Sir or Madam:	
12 (1 1	find an original and one (1) copy of the Articles of Incorporation
	se find my check #11570 in the amount of \$70.00 which represents he Articles of Incorporation and the certified copy.
Thank you for your court any questions, please do not hesi	tesy and cooperation with regard to this matter. Should you have tate to contact me.
ASZ:dz	Sincerely Alan S. Zangen

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ARTICLES OF INCORPORATION

OF

SAVE ON SHOES.COM, INC.



THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE: The name of the corporation is SAVE ON SHOES.COM, INC.

ARTICLE TWO: The duration of the corporation is

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

article four: The aggregate number of shares which the corporation is authorized to issue is FOUR HUNDRED (400). Such shares shall be of single class, and shall have a par value of No and ten/one hundredths (\$0.10) Dollar per share.

ARTICLE FIVE: The street address of the initial principal office of the corporation is 850 Forest Glen Lane, Wellington, FL_33414, and the name of its initial registered agent is Andrew Raskin, at the same address.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is four (4). The names and addresses of the persons who are to serve as members of the initial board of directors are:

Carolyn Raskin	President	
850 Forest Glen Lane Wellington, FL 33414		
Andrew Raskin 850 Forest Glen Lane Wellington, FL 33414	Vice President	A ABO . J.
Karen Emin 40 Haran Circle Millburn, NJ 07041		

Jane Horwitz Vice President
6 Page Place
Livingston, NJ

is: Andrew Raskin, 840 Forest Glen Lane, Wellington, FL 33414.

ARTICLE EIGHT: The Articles of Incorporation may be amended in the manner provided by law.

EXECUTED by the undersigned at West Palm Beach, Florida, this 29th day of September, 1999.

An old Makes

ANDREW RASKIN

) ss: COUNTY OF Palm Beach)
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared ANDREW RASKIN, who
is personally known to me, or has produced as identification and who, being duly sworn, executed the foregoing instrument and acknowledged before me that he executed the same.
WITNESS my hand and official seal in the County and State last aforesaid this 5 Hoday of October 1999.
(Notary Public Signature) (Printed Name)
My Commission Expires: ALAN S. ZANGEN My Commission #C6636681 Expires May 18, 2001 Belay Public - Rais of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT SAVE ON SHOES.COM, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 850 FOREST GLEN LANE, WELLINGTON, FL 33414, HAS NAMED ANDREW RASKIN, 850 FOREST GLEN LANE, WELLINGTON, FLORIDA 33414, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

ANDREW RASKIN INCORPORATOR

DATE: October 5,1999

ACKNOWLEDGEMENT OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

ANDREW RASKIN REGISTERED AGENT

ATE: October 5, 15

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