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LAW OFFICES
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8000 PETERS ROAD, SUITE A-200
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STAN L. RISKIN
ATTORNEY AT LAW

FILED
02 AUG 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MIAMI OFFICE
13899 BISCAYNE BLVD., STE 106
NORTH MIAMI BEACH, FL 33181
305-702-6465

August 27, 2002

Via Federal Express
Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

100007385821--R
-08/28/02--01021--003
*****78.75 *****78.75

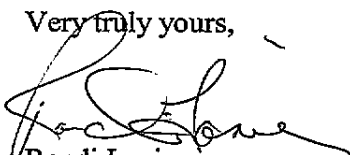
Re: PBC PET PALS, INC.

Dear Sir/Madam:

Please find enclosed two original Articles of Incorporation along with a check in the sum of \$78.75 in regard to the above-referenced matter. Please send a copy back to this office at your earliest convenience in the self-addressed envelope enclosed.

Thank you for your attention in this regard.

Very truly yours,


Randi Lanier
Legal Assistant

/rl
Enclosures

QB 8/29

Articles Of Incorporation

Of

PBC PET PALS, INC.

FILED
02 AUG 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Corporate Name

The name of this Corporation is **PBC PET PALS, INC.**

ARTICLE II

Principal Office

The principal place of business and mailing address of this Corporation shall be:
236 Grenada Drive, Jupiter, Florida 33458.

ARTICLE III

Capital Stock

This Corporation is authorized to issue a maximum of **FIVE HUNDRED (500) Shares** of Stock. The Shares of Stock authorized shall be common stock having a par value of **ONE AND 00/100 (\$1.00) DOLLAR** per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

Initial Registered Agent and Initial Registered Office

The Corporation's initial registered agent and registered office in the State of Florida shall be
STAN L. RISKIN, 13899 Biscayne Blvd., Suite 106, North Miami Beach, Florida 33181

ARTICLE V

Incorporator

The name and post office address of the Incorporator who executed these Articles of Incorporation is as follows:

STAN L. RISKIN , 13899 Biscayne Blvd., Suite 106, North Miami Beach, Florida 33181

ARTICLE VI

Amendments

This Corporation reserves the right to amend or appeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation.

ARTICLE VII

Commencement Date

Corporate existence will commence on **September 1, 2002**.

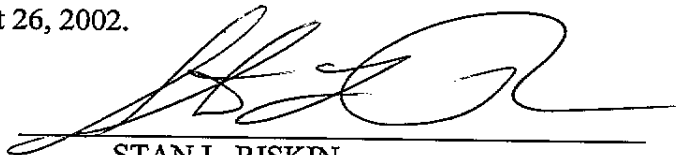
ARTICLE VIII

Corporate Purpose

This Corporation is being formed for the purpose of operating all businesses which a corporation may legally operate in the State of Florida.

The undersigned Incorporator for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

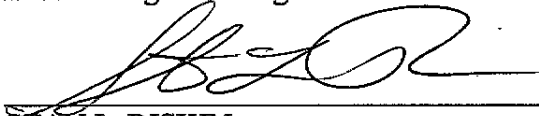
Dated and Signed on August 26, 2002.

A handwritten signature in black ink, appearing to read 'Stan L. Riskin', is written over a horizontal line.

STAN L. RISKIN

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for **PBC PET PALS, INC.**, 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.


STAN L. RISKIN
Registered Agent

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02 AUG 28 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA