

LAW OFFICES OF

John W. Case, Esquire
ATTORNEY AND COUNSELOR AT LAW

2900 EAST OAKLAND PARK BOULEVARD
THIRD FLOOR
FORT LAUDERDALE, FLORIDA 33306
TELEPHONE: (954) 564-0550
FAX: (954) 564-8666

NEW FAX NUMBER
954-537-3556

P99000054775

May 20, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

Re: POSH PAWS, INC.

800002898368-3
-06/09/99--01054--002
*****78.75 *****78.75

Dear Sir:

Enclosed please find an original and copy of the Articles of Incorporation of the captioned company, together with a Resident Agent form and our check #9504 in the amount of \$ 78.75 representing payment of the following:

Filing Fee:	\$ 35.00
Certified Copy of Charter	8.75
Resident Agent Certificate	<u>35.00</u>
TOTAL	\$ 78.75

FILED
99 JUN 16 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,

Peggy
Peggy McEntee
Legal Assistant

Enclosure(s)

1366
TS

JUN 16 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 11, 1999

JOHN W. CASE, ESQ.
2900 E. OAKLAND PARK BLVD., 3RD FLOOR
FT. LAUDERDALE, FL 33306

SUBJECT: POSH PAWS, INC.
Ref. Number: W99000013667

We have received your document for POSH PAWS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 499A00031614

ARTICLES OF INCORPORATION

OF

POSH PAWS, INC.

99 JUN 16 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE I - NAME - LOCATION

The name of this corporation is POSH PAWS, INC, located at 3045 North Federal Highway, Suite 60-F, Fort Lauderdale, Florida 33306.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of ONE DOLLAR (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

3045 North Federal Highway, Suite 60-F
Fort Lauderdale, Florida 33306

and the name of the initial registered agent of this corporation at that address is:

Keith Starling

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Keith Starling	3045 North Federal Highway, Suite 60-F Fort Lauderdale, Florida 33306
Mark Tews	3045 North Federal Highway, Suite 60-F Fort Lauderdale, Florida 33306

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Keith Starling	3045 North Federal Highway, Suite 60-F Fort Lauderdale, Florida 33306


ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - QUALIFICATION UNDER SECTION 1244

This corporation shall qualify under Section 1244 of the Internal Revenue Code and Regulations issued thereunder, and the plan to issue Section 1244 stock shall be adopted by the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20 day of May, 1999.



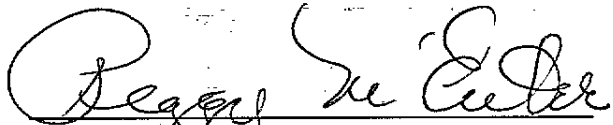
KEITH STARLING

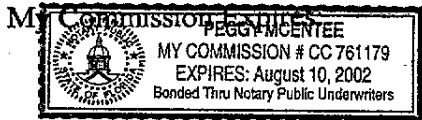
STATE OF FLORIDA)
COUNTY OF BROWARD)(

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KEITH STARLING known to me, or who produced

a Florida Drivers License as identification, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.


IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County last aforesaid this 20 day of May, 1999.


Peggy McEntee
NOTARY PUBLIC, STATE OF FLORIDA



ACKNOWLEDGMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Corporation Act relative to keeping said office open.


Registered Agent

PREPARED BY:
JOHN W. CASE, ESQUIRE
2900 EAST OAKLAND PARK BOULEVARD, THIRD FLOOR
FORT LAUDERDALE, FL 33306
(954) 564-0550

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TALLAHASSEE, FLORIDA

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