

P99000108394

Miguel Padron
901 Pensilvania Ave Suite 4.
Miami Beach FL 33139

99 DEC 13 PM 3:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #) 600003068376--1
-12/13/99--01133--002
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3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Pick up time
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

S. Thompson DEC 15 1999

Examiner's Initials

ARTICLES OF INCORPORATION

OF

ARTICLE I - Name

The name of this corporation is :

SOUTH BEACH PET SHOP, INC.

ARTICLE II - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - Capital Stock

The maximum of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting

ARTICLE IV - Term of Existence

This Corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office & Agent

This Principal office or the mailing address of the corporation is: SOUTH BEACH PET SHOP, INC.

901 PENNSILVANIA AVENUE SUITE# 4 MIAMI BEACH, FL. 33139

The name and street address of the Initial Registered Agent of this Corporation is: MIGUEL PADRON

901 PENNSILVANIA AVENUE SUITE #4 MIAMI BEACH, FL. 33139

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ARTICLE VI - Initial Board of Directors

This corporation shall have 2 directors initially. The number of directors may be either increased or deminished from time to time by the bylaws but shall never be less than 2. The names and addresses of the initial directors of this corporation are:

Miguel Padron
901 Pennsylvania Avenue Suite #4
Miami Beach, Fl. 33139

Doris Albuja
901 Pennsylvania Avenue Suite #4
Miami Beach, Fl. 33139

All of the said directors are of full age and at least one of them is a citizen of the United States.

ARTICLE VII - Initial Officers

The names and post office addresses of the officers are as follows:

PRESIDENT: Miguel Padron
901 Pennsylvania Avenue Suite #4
Miami Beach, Fl. 33139

SECRETARY: Doris Albuja
901 Pennsylvania Avenue Suite #4
Miami Beach, Fl. 33139

TREASURY: Doris Albuja
901 Pennsylvania Avenue Suite #4
Miami Beach, Fl. 33139

ARTICLE VIII - Incorporator

The name and address of the person signing these articles are:

MIGUEL PADRON 901 PENNSILVANIA AVE. SUITE #4 MIAMI BEACH, FL 33139

ARTICLE IX Distribution

The name and post office addresses of each subscriber of this Articles of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows:

NAME	ADDRESS	SHARES
Miguel Padron	901 Pennsylvania Ave. #4 Miami Beach, Fl. 33139	250
Doris Albuja	901 Pennsylvania Ave. #4 Miami Beach, Fl. 33139	250

ARTICLE X - Effective Date

These Article of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8, day of December, 19 99.

Miguel Padron

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, A Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

Miguel Padron

known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the States and County aforesaid, this 8 day of December, 19 99.

Jose A. Perez
Notary Public, State of Florida
at Large



Jose A. Perez
Commission # CG 821572
Expires May 11, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

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:

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

FIRST--THAT SOUTH BEACH PET SHOP, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,

WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI BEACH,
(CITY)

STATE OF FLORIDA, HAS NAMED MIGUEL PADRON,
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT 901 PENNSILVANIA AVENUE SUITE #4 MIAMI BEACH, FL. 33139,
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF MIAMI BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT

SERVICE OF PROCESS WITHIN FLORIDA,

SIGNATURE *Miguel Padron*
(CORPORATE OFFICER)

TITLE *President*

DATE *12/8/99*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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.

SIGNATURE *Miguel Padron*
(RESIDENT AGENT)

DATE *12/8/99*