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SHEPARD, FILBURN & GOODBLATT, P.A.
ATTORNEYS & COUNSELORS AT LAW

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May 2, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 MAY -5 PM 3:56

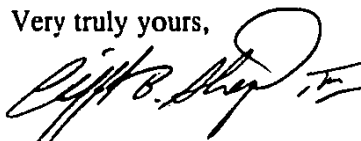
Re: Cedar Ridge Kennels, Inc.

Dear Sir:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for the above Corporation and our check in the amount of \$122.50. Please file said Articles of Incorporation and return a certified copy to me.

Your anticipated cooperation in this matter is appreciated. Thank you.

Very truly yours,



Clifford B. Shepard, III

CBS/bes
Encs.

ARTICLES OF INCORPORATION
OF
CEDAR RIDGE KENNELS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -5 PM 3:56

ARTICLE I - NAME

The name of this corporation is Cedar Ridge Kennels, Inc., and its principal place of business and mailing address is 3201 Northwest 202nd Street, Newberry, Florida 32669.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

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 1,000.00 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 221 Northeast Ivanhoe Boulevard, Suite 205, Orlando, Florida 32804 and the name of the initial registered agent of this corporation at that address is Clifford B. Shepard, III.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Irene Boulos

ARTICLE VII - INCORPORATOR

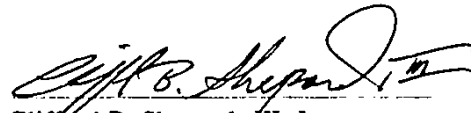
The name and address of the incorporator is:

Clifford B. Shepard, III

ARTICLE VIII - INDEMNIFICATION

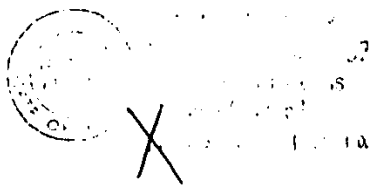
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of May.


Clifford B. Shepard, III, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2nd day of May, 1997, by
Clifford B. Shepard, III, who is personally known to me or who has produced N/A
_____ as identification and who did take an oath.



NOTARY PUBLIC:

Sign: [Signature]

Print: _____

State of Florida at Large

My Commission Expires: _____

Commission No. _____

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as
the registered agent for Cedar Ridge Kennels, Inc., hereby accepts such appointment this 2nd day
of May, 1997, and states that he/she is familiar with, and accepts, the obligations provided for in
§607.0505, Florida Statutes.

[Signature]
Clifford B. Shepard, III

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 MAY -5 PM 3:51