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PetStand, Ltd.
P.O. Box 3282
Orlando, Florida 32802

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/01/01--01089--011
****271.25 ****271.25

To Whom It May Concern:

Attached are the "Certificate of Limited Partnership" and the "Affadavit of Capital Contributions for Florida Limited Partnership". The enclosed check is for the following fees:

- | | |
|--|------------------|
| 1) Filing for amount anticipated by the limited partners - | \$ 175.00 |
| 2) Designation of a registered agent - | \$ 35.00 |
| 3) Requested certified copy - | \$ 52.50 |
| 4) Requested certificate - | \$ 8.75 |
| Total - | <u>\$ 271.25</u> |

Thank you for your attention.

Michael C. Stewart

Michael C. Stewart - Contact person
(407) 629-2101

Acknowledgement Address;
P.O. Box 3282
Orlando, Florida 32802

FILED
01 MAR -1 PM 5:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA 32309

A01-303
RL

CERTIFICATE OF LIMITED PARTNERSHIP

- 1. Petstand Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
- 2. P.O. Box 3282 Orlando, FL 32802
(Business address of Limited Partnership)
- 3. Michael C. Stewart
(Name of Registered Agent for Service of Process)
- 4. 201 Hazard St. Orlando, FL 32804
(Florida street address for Registered Agent)
- 5. Michael C. Stewart
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
- 6. P.O. Box 3282 Orlando, FL 32802
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 1/31/2050
 8. Name(s) of general partner(s): _____ Street address: _____

<u>Petstand, Inc.</u>	<u>P.O. Box 3282 Orlando, FL 32802</u>
<u>PO1-16985</u>	

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 26 day of February, 2001

Signature of all general partners:
Petstand, Inc.
Michael C. Stewart, President
 General Partner
Roma Hill, CEO
 General Partner
[Signature]
 General Partner V.P. SALES

General Partner

General Partner

General Partner

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 01 MAR - 1 PM 5:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of Petstand Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 25,000.

Signed this 26 day of February, 2001.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Petstand, Inc
Michael C. Stewart, President
General Partner

James Hall CEO
General Partner

[Signature]
General Partner
V.P. SACHS

General Partner

General Partner

General Partner

SECRETARY OF STATE
OF FLORIDA

01 MAR -1 PM 5: 00

FILED