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FROM: EDWARDS & ANGELL

ACCT#: 075410001517

CONTACT: REBECCA F BLACK

PHONE: (407)833-7700

FAX #: (407)655-8719

NAME: D.B. MORGAN, INC.

AUDIT NUMBER.....H96000018200

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..1 PAGES..... 3

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**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. D.B. MORGAN, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Maryland

(State or country under the law of which it is incorporated)

3. April 9, 1993

(Date of Incorporation)

4. Perpetual

(Duration)

5. 52-1273372

(Federal Employer Identification number, if applicable)

6. 1/2/97

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 8520 Connecticut Ave Chevy Chase, Md. 20815

(Current mailing address)

8. Run Pet store

(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: David B. Morgan

Address: 17 Primrose St
Chevy Chase, Md 20815

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

David B. Morgan

17 Primrose St

Chevy Chase, Md 20815

Edward S. Dell

201 Genius Drive

Winter Park, FL 32789

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Officers:

President:

Address:

David B. Morgan

17 PRIMROSE ST

Chevy Chase, MD 20815

Vice President:

Address:

Edward S. O'Neill

201 GENIUS DRIVE

Winter Park, FL 32789

Secretary:

Address:

Edward S. O'Neill

201 GENIUS DR

WINTER PARK, FL 32789

Treasurer:

Address:

David B. Morgan

17 PRIMROSE ST

CHEVY CHASE, MD 20815

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name:

Edward S. O'Neill

Office Address:

1113 N. Semoran Blvd.

Orlando, FL

Florida

32803

Zip Code

11. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered agent's signature:

Edward S. O'Neill

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated

13.

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

David B. Morgan President

14.

(Name and capacity of person signing application)

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STATE OF MARYLAND

499802

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, JACQUELINE C JAMES OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT D.B. MORGAN, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 27TH DAY OF DECEMBER, 1996.

Jacqueline C. James
JACQUELINE C JAMES
OFFICE SUPERVISOR I