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REFERENCE : 700402 161531A

AUTHORIZATION :

*Patricia Kyzar*

COST LIMIT : \$ 70.00

ORDER DATE : February 10, 1998

ORDER TIME : 9:48 AM

ORDER NO. : 700402-005

CUSTOMER NO: 161531A

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CUSTOMER: Barbara A. Ash, Esq  
Barbara A. Ash, Esq  
218a North 22nd Street

Philadelphia, PA 19103-1032

FOREIGN FILINGS

NAME: THE PET SAVERS FOUNDATION,  
INC.

XXXX QUALIFICATION (TYPE: NP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*2/10*

RECEIVED  
98 FEB 10 AM 10:49  
DIVISION OF CORPORATION

# APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR  
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. THE PET SAVERS FOUNDATION, INC.  
(Name of corporation: must include the word "INCORPORATED" 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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit  
corporation.)

2. NEW YORK 3. 11-3131963  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. OCT 7, 1992 5. PERPETUAL  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. SHORTLY FOLLOWING QUALIFICATION  
(Date corporation first conducted Affairs in Florida -  
See sections 617.1501, 617.1502, and 617.155, F.S.)

7. 750 PORT WASHINGTON BLVD. SUITE 2  
PORT WASHINGTON, NY 11050  
(Current mailing address)

8. MARKETING OF PET INSURANCE POLICY  
THROUGH LOCAL ANIMAL SHELTERS AND BY DIRECT MAIL  
(Purpose(s) of corporation authorized in home state or country to be carried out  
in the state of Florida)

9. Name and street address of Florida registered agent:

CORPORATION SERVICE COMPANY  
(Name)

1201 Hays Street  
(Office address)

Tallahassee, Florida, 32301  
(City) (zip Code)

10. 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.

Karen B. Rozar  
(Registered agent's signature)

Karen B. Rozar, As Its Agent

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11. 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.

12. Names and addresses of officers and/or Directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

CHAIRPERSON  
SECRETARY/Chairman:  
Address:

ELISABETH LEWYT

750 PORT WASHINGTON BLVD.

PORT WASHINGTON, NY 11050

Vice Chairman:

Address:

Managing  
Director:

J. JOHN STEVENSON

Address: 750 PORT WASHINGTON BLVD.

PORT WASHINGTON, NY 11050

Director:

Address:

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President:

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer: GEORGE REPPER

Address: 750 PORT WASHINGTON BLVD. PT. WASHINGTON, NY 11050

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

J. John Stevenson Managing Director

(Typed or printed name and capacity of person signing application)

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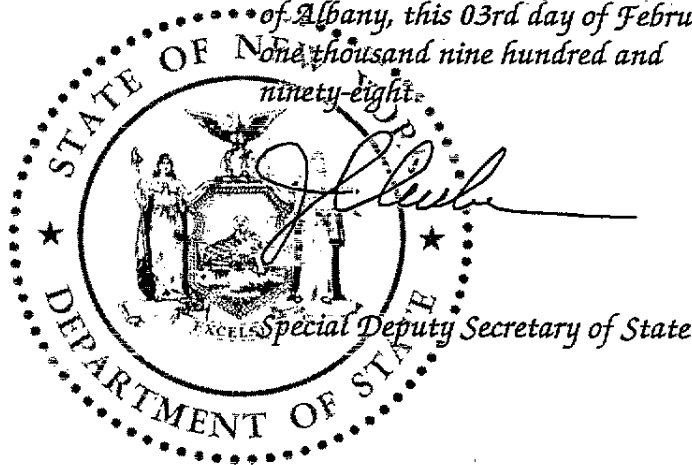
**State of New York**  
**Department of State** } **ss:**

I hereby certify, that the certificate of incorporation of THE PET SAVERS FOUNDATION, INC. was filed on 10/07/1992, under the name of NORTH SHORE ANIMAL LEAGUE INTERNATIONAL, INC., as a Not-for-Profit corporation and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment NORTH SHORE ANIMAL LEAGUE INTERNATIONAL, INC., changing name to THE PET SAVERS FOUNDATION, INC., was filed 07/26/1994.

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Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 03rd day of February  
One thousand nine hundred and  
ninety-eight.



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