

January 3, 2001

L0100000 16 10

Florida Department of State  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Enclosed application and check for LLC

Enclosed please find the applications for Filing an Articles of Organization, Designation of Registered Agent, and Certificate of Status. A check for the total of \$130.00 is enclosed.

PET STOP of Destin, LLC  
211 - 3 Main Street  
Destin, Florida 32541

000003538420--5  
-01/16/01--01097--010  
\*\*\*\*130.00 \*\*\*\*130.00

Registered Agent: Ward Ann Salem, owner  
Contact info:  
Pet Stop of Destin - phone (850)654-3032  
Personal Residence - phone (850)837-1065  
Personal (Home) Address of Agent - 784 Forest Shore Drive, Destin, FL 32541

*Ward Ann Salem*

FILED  
01 JAN 31 PM 3:18  
TALLAHASSEE, FLORIDA

42



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 18, 2001

WARD ANN SALEM  
PET STOP OF DESTIN  
784 FOREST SHORE DR  
DESTIN, FL 32541

SUBJECT: PET STOP OF DESTIN  
Ref. Number: W01000001424

We have received your document for PET STOP OF DESTIN and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a Limited Liability Company must end with the words "limited company", "limited liability company" or their abbreviation "L.C." or "L.L.C."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 801A00002995

FILED  
01 JAN 31 PM 3:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
FOR  
FLORIDA - SINGLE MEMBER, LIMITED LIABILITY COMPANY**

I, the undersigned, who intend to form and create a **Limited Liability Company**, PURSUANT TO THE Statutes of the State of the State of Florida, do hereby state and certify the following:

**ARTICLE I - NAME**

A. The name of the Company shall be **PET STOP of Destin, L.L.C.**

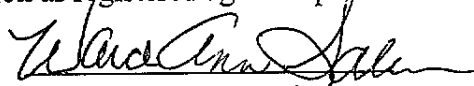
**ARTICLE II - ADDRESS**

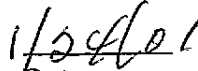
A. The principal place of business and registered office (retail shop) of the Company is located at: 211 - 3 Main Street  
City of Destin, State of Florida.

**ARTICLE III - REGISTERED AGENT, REGISTERED AGENT'S SIGNATURE**

The company's Single Registered Agent is Ward Ann Salem, for service of process.

A. Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 F.S.

  
Registered Agent's Signature

  
Date

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01 JAN 31 PM 3:18  
STATE OF FLORIDA  
ALLAHSEE, FLORIDA

**ARTICLE IV - MANAGEMENT**

A. The Limited Liability Company is to be managed by a single manager and is, therefore a manager - owner managed company. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.

B. The management of the company will be vested in a Single Member or Agent, designated in accordance with the terms of the company operating agreement.

C. The name and address of the Single Agent of the Company is as follows:

**Agent's name**  
Ward Ann Salem

**Address**  
211 -3 Main Street,  
Destin, FL32541

## ARTICLE V - DURATION

A. The company shall have a duration of 40 years from the date of filing, and it shall dissolve at the end of said time frame. The Agent reserves the right to discontinue business upon an event of dissolution.

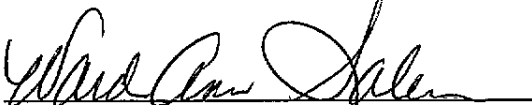
## ARTICLE VI - INDEMNIFICATION

A. The company shall indemnify any person who is or was a party, who is threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, or plea of nob contendere, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company.

B. The foregoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnization; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court

C. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or preceding, as authorized by a single agent upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to by indemnification by the corporation.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
Signature of member and authorized agent

Ward Ann Salem  
Typed or Printed name of signee

FILED  
01 JAN 31 PM 18  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA