

LO1000011223

HENDRIX & BRENNAN

A PARTNERSHIP OF PROFESSIONAL CORPORATIONS

1443 TWENTIETH STREET

SUITE F

POST OFFICE BOX 520

VERO BEACH, FLORIDA 32961-0520

H. RANDAL BRENNAN

C. KENNON HENDRIX

BOARD CERTIFIED CIVIL TRIAL LAWYERS

OF COUNSEL

DAVID A. CAIRNS

TELEPHONE (561) 778-3777

FACSIMILE (561) 778-3835

00789-02870-00671

W001-14512

June 18, 2001

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

7/11

MJH

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-06/21/01--01072--012
****285.00 ****130.00

SUBJECT: Pet's 'N Suds Spa, L.L.C.

Dear Sir or Madam,

Enclosed is an original and one copy of the articles of organization and a check for: Pet's 'N Suds Spa, L.L.C.

Also enclosed is a check in the amount of \$285.00 which represents the filing fee, registered agent designation.

Please file the above articles and provide me with a certificate of status regarding same.

Call me if you have any questions.

Very truly yours,

HENDRIX & BRENNAN

By 
H. Randal Brennan

HRB:cla
Enclosures

FILED
01 JUL 11 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 22, 2001

H. RANDALL BRENNAN
HENDRIX & BRENNAN
POST OFFICE BOX 520
VERO BEACH, FL 32961-0520

SUBJECT: PET'S 'N SUDS SPA, L.L.C.
Ref. Number: W01000014512

We have received your document for PET'S 'N SUDS SPA, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6051.

2445-6051
Michelle Hodges
Document Specialist

Letter Number: 201A00037982

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01 JUL 11 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF

PET'S 'N SUDS SPA, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be PET'S 'N SUDS SPA, L.L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 2165 87th Avenue, Vero Beach, Florida 32966.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Laurie Durrell, 2165 87th Avenue, Vero Beach, Florida 32966.

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are Laurie Durrell, 2165 87th Avenue, Vero Beach, Florida 32966. The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

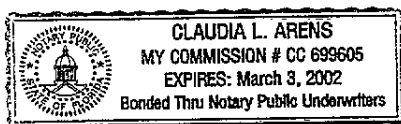
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Vero Beach, Indian River County, Florida, on this 2nd day of July, 2001.


LAURIE DURRELL

Sworn to and subscribed before me on 2nd day of July, 2001, by LAURIE DURRELL, who is personally known to me/produced identification _____.



Notary Public - State of Florida
Claudia L. Arens
(Seal)



**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE
OF**

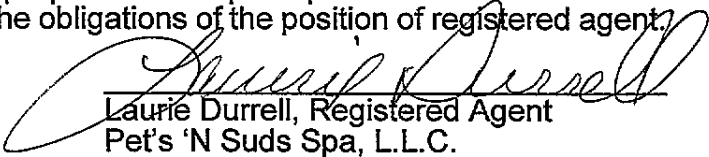
PET'S 'N SUDS SPA, L.L.C.

Under the provisions of F.S. 608.415 or 608.507, PET'S 'N SUDS SPA, L.L.C., Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is **PET'S 'N SUDS SPA, L.L.C.**
2. The name and street address of the registered agent in Florida are:

Laurie Durrell
2165 87th Avenue, Vero Beach, Florida 32966

The undersigned, being the person named in the articles of organization of Pet's 'N Suds Spa, L.L.C. as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Laurie Durrell, Registered Agent
Pet's 'N Suds Spa, L.L.C.