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February 9, 2005

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The Division of Corporations
Florida Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

**Re: Formation of Limited Liability Company,
Andrea Going to the Dogs, L.L.C.**

Dear Sir or Madam:

Enclosed are the Articles of Organization of Andrew Going to the Dogs, L.L.C., together with our check for \$130.00, covering your filing fee and the cost of a Certificate of Status.

If you have any questions in connection with this document, please let me know. Thank you for your assistance in this matter.

Yours very truly,


JOHN F. FREEBORN

JFF:ss:22686
Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ANDREA GOING TO THE DOGS, L.L.C.**

ARTICLE I

Name

The name of the limited liability company ("Company") is ANDREA GOING TO THE DOGS, L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is: 2020 Pinecrest Way, Clearwater, Florida 33755.

ARTICLE III

Duration

The period of duration for the Company is perpetual, beginning on the date that these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of the Company's initial registered agent is Andrea H. Carter. The address of the Company's registered office in Florida is 2020 Pinecrest Way, Clearwater, Florida 33755.

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TALLAHASSEE, FLORIDA

ARTICLE V

Management

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the members or until the managers' successors are elected and qualified. The initial manager is identified as: Andrea H. Carter, 2020 Pinecrest Way, Clearwater, Florida 33755.

ARTICLE VI

Admission of Additional or New Members

Members of the Company have the right to admit new members. Additional or new members may be admitted only on the unanimous written consent of the existing member or members, and the existing member or members shall determine the amount and nature of contributions to be made by the additional or new members at the time those new members are admitted.

ARTICLE VII

Continuance of Business

The remaining member or members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining member or members.

ARTICLE VIII

Additional Provisions

The power to adopt, alter, amend or repeal the regulations of the Company is vested entirely in the manager listed in Article V.

4/13 IN WITNESS WHEREOF, I have executed these Articles of Organization on this day of February, 2005, at Dunedin, Florida.



Andrea H. Carter

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

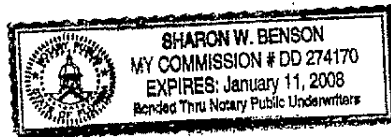
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared ANDREA H. CARTER, personally known to me to be the person described in and who executed the foregoing Articles of Organization, (or who identified herself by N/A), and who took an oath.

442 WITNESS MY HAND and official seal in the County and State aforesaid, this day of February, 2005.

Sharon W. Benson

Notary Public

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE
OF ANDREA GOING TO THE DOGS, L.L.C.**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent in the State of Florida:

1. The name of the limited liability company is ANDREA GOING TO THE DOGS, L.L.C.

2. The name and address of the registered agent and office is ANDREA H. CARTER, 2020 Pinecrest Way, Clearwater, Florida 33755.

Having been named as registered agent and to accept service of process for the above named 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.

Dated: 2/4/05

Andrea H. Carter

Andrea H. Carter
Registered Agent

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SECOND JUDICIAL CIRCUIT
ALACHUA COUNTY, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared ANDREA H. CARTER, personally known to me to be the person described in and who executed the foregoing Certificate of Registered Agent and Address, (or who identified herself by D/A) and who took an oath.

445 WITNESS MY HAND and official seal in the County and State aforesaid, this day of February, 2005.

Sharon W. Benson

Notary Public

My Commission Expires:

