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Division of Corporations

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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone

: (305)672-0686

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; (305)672-9110

LIMITED LIABILITY COMPANY

Passion For Pets Too LLC

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ARTICLES OF ORGANIZATION

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2005 APR 11 A 10: 03
SECRETARY OF STATE
TALLAMASSEE, FLORIDA

Article I. Name

The name of this Florida limited liability company is: Passion For Pets Too LLC

Article II. Address

The Company's street and mailing address is: Passion For Pets Too LLC 7460 N. W. 4th Street, Ste. 202 Plantation FL 33317 U.S.A.

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar

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Article V. Distribution of Profits

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Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative of wote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any CLARA SEE, FLORIDA distribution of profits.

Article VI. Management

This will be a member-managed company. The name and address of each member is:

DIANE E. BUTLER 7460 N. W. 4th Street, Ste. 202 Plantation FL 33317 HOWARD DOBINSKY 7460 N. W. 4th Street, Ste. 202 Plantation FL 33317

Article VII. Company Existence

The Company's existence shall begin effective as of April 11, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on April 11, 2005.

CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President and Counsel

by D. Stoutt as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY:

Passion For Pets Too LLC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Dawn S. Stoutt, Assistant Secretary

Date: April 11, 2005

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