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Division of Corporations

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LIMITED LIABILITY COMPANY

THE WAG FACTORY, LLC

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BOCA RATON FT. LAUDERDALE MIAMI ORLANDO TALLAHASSEE TAMPA WEST PALM BEACH

Fax Audit Number: H05000227968 3

ARTICLES OF ORGANIZATION
OF
THE WAG FACTORY, LLC

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be: The Wag Factory, LLC.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be 5210 SW 7th Street, Miami, Florida 33134 with the privilege of having its offices and branch offices at other places within or without the State of Florida.

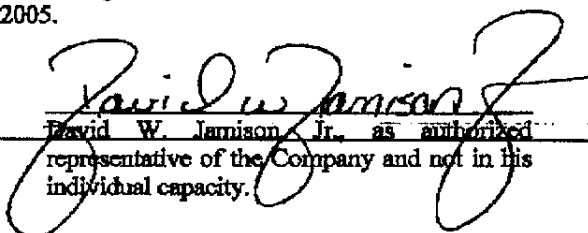
ARTICLE III

The initial registered office of this limited liability company is Broad and Cassel, 7777 Glades Road, Ste. 300, Boca Raton, Florida 33434. The initial registered agent at that address is David W. Jamison, Jr., Esquire.

ARTICLE IV

This limited liability company shall be a manager-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 26th day of September, 2005.



David W. Jamison, Jr. as authorized
representative of the Company and not in his
individual capacity.

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Fax Audit No. H05000227968 3**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415, Florida Statutes, the limited liability company referenced below submits the following statement in designating the registered office/registered agent, in the State of Florida.

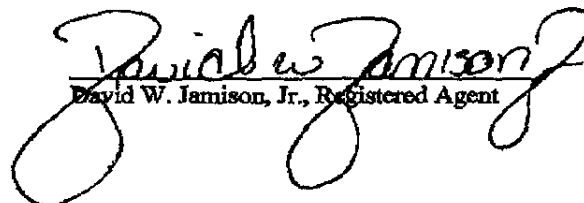
FIRST -- The name of the limited liability company is The Wag Factory, LLC.

SECOND -- The name and address of the registered agent and office is:

David W. Jamison, Jr., Esquire
Broad and Cassel
7777 Glades Road, Suite 300
Boca Raton, Florida 33434

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.

Dated this 26th day of September, 2005.


David W. Jamison, Jr., Registered Agent

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