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**ARTICLES OF ORGANIZATION
OF
PET FANCIES OF FLORIDA, LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is *PET FANCIES OF FLORIDA, LLC* (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing address of the Principal office is 1315 St. Lucie West Boulevard, Port St. Lucie, Florida 34986 and the street address of the principal office of the Company is: 1315 St. Lucie West Boulevard, Port St. Lucie, Florida 34986.

3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: Lisa Stuart of 1315 St. Lucie West Boulevard, Port St. Lucie, Florida 34986.

4. MANAGEMENT. The business of the limited liability company shall be managed by one or more members and is, therefore, a member-managed company.

The undersigned has executed these Articles of Organization on the 3 day of November, 2005.

By: Lisa M Stuart
Lisa Stuart, Authorized Person

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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: *PET FANCIES OF FLORIDA, LLC.*
2. The name and address of the registered agent and office are:

Lisa Stuart
1315 St. Lucie West Boulevard
Port St. Lucie, Florida 34986

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 its 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.

Lisa M Stuart
Lisa Stuart, Registered Agent

Date: November 3, 2005

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