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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PET PLANET RX, LLC

A. LUNT

JUN 24 2008

EXAMINER

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**ARTICLES OF ORGANIZATION
OF
PET PLANET Rx, LLC**

ARTICLE I

Name

The name of this limited liability company is PET PLANET Rx, LLC (hereinafter the Company").

ARTICLE II

Address

The mailing address of the Company's principal office is 4581 Weston Rd. #357, Weston, FL 33331.

ARTICLE III

Duration

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc.
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

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ARTICLE V

Purpose

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies may be created under § 608.404, Fla. Stat., as amended and supplemented.

ARTICLE VI

Organizer

The name and street and mailing address of the person signing these Articles as Organizer is:

Alonso Sanchez
2665 South Bayshore Drive
Suite 703
Miami, Florida 33133

ARTICLE VII

Management

The Company will be managed by no less than one (1) manager and is, therefore, a manager-managed company. The following individual shall be the initial manager:

Gwendolyn Camille Pendland

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.



Alonso Sanchez, Authorized Representative

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ORGANIZER

23rd IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this
day of June 2008.


Alonso Sanchez

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Alonso Sanchez,
who is well known to me to be the person described in and who executed these Articles of
Organization as Organizer, and acknowledged before me that he executed the same freely and
voluntarily for the purposes therein expressed.

23rd SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this
day of June 2008.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT this appointment of, and designation as registered agent for service of process within the State of Florida of PET PLANET Rx, LLC named in the Articles of Organization hereinabove set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article IV of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 23 day of June 2008.



Elena Diaz, Vice-President
World Corporate Services, Inc.

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