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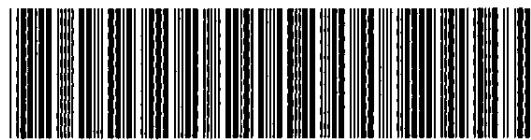
(Business Entity Name)

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B. KOHR

JUL 21 2008

EXAMINER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

KAPALORIC Family
PETS, LLC

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- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
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- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- ~~Cert. Copy~~ _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
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Signature

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ARTICLES OF ORGANIZATION OF KAPALORIC FAMILY PETS, LLC

The undersigned, acting as an the initial member of the above-captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is Kapaloric Family Pets, LLC (the "Company"), and its principal office and mailing address is 407 Golden Arm Road, Deltona, Florida 32738.

ARTICLE II - EFFECTIVE DATE; DURATION

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

ARTICLE III - PURPOSE OF ORGANIZATION

The Company is organized for the purpose of enabling its members to engage in any business or other lawful activity that may be engaged in by a limited liability company organized under Florida law. Without in any way limiting the foregoing, the Company may do all other acts and things which may be necessary, appropriate or incidental to the carrying out of the business and purposes of the Company.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent of the Company shall be:

Jacqueline F. Kapaloric
407 Golden Arm Road
Deltona, Florida 32738

ARTICLE V - MANAGEMENT OF THE COMPANY

The Company shall be managed by its members in the manner set forth in the Company's Operating Agreement. The initial managing member shall be Jacqueline F. Kapaloric, who shall serve until the earlier of her death, resignation, or replacement by a vote of the members.

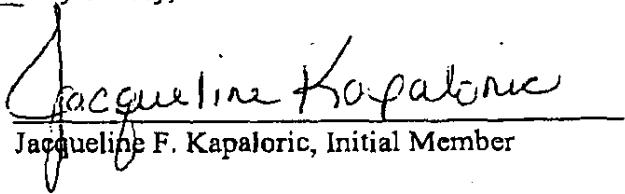
ARTICLE VI - OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

ARTICLE VII - INDEMNIFICATION

If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, and the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this 21st day of July, 2008.



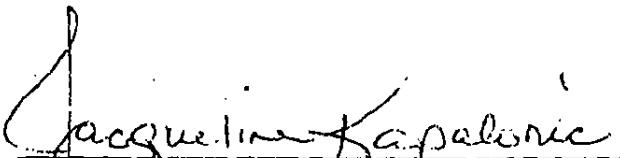
Jacqueline F. Kapaloric, Initial Member

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

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Kapaloric Family Pets, LLC at 407 Golden Arm Road, Deltona, Florida 32738, 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 as provided for in Chapter 608, *Florida Statutes*.

Dated this 20 day of July, 2008.


Jacqueline F. Kapaloric
Registered Agent