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AUTHORIZATION :

Patricia Pizeto

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ORDER DATE : November 26, 2001

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ORDER NO. : 189373-005

CUSTOMER NO: 81502A

CUSTOMER: William C. Lewis, Jr., Esq
Muller & Lipson, P.a.

Suite 1550
9350 South Dixie Highway
Miami, FL 33156

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DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: CANINE PERFORMANCE, INC.

EFFECTIVE DATE:

300004693883-0

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
FOR
CANINE PERFORMANCE, INC.

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:

CANINE PERFORMANCE, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business, the initial office and the mailing address of this corporation shall be:

Principal Place of Business and the Initial Office

Mailing Address

3941 Midway Street
Miami, Florida 33133

P.O. Box 331820
Miami, Florida 33233-1820

ARTICLE III - PURPOSE(S)

The primary and specific purposes for which this corporation is formed are:

- A. To operate exclusively for such charitable, educational and scientific purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.
- B. To breed, evaluate, test, train, handle, manage, and deploy dogs for therapy, assistance, service, companion, obedience, agility, and search and rescue purposes; and for competition in all these areas, as well as for breed conformation competition.
- C. For the advancement of charity, education and any other related or corresponding charitable purposes by the distribution of its resources and funds for such purposes.
- D. To develop and evaluate criteria, methods, and equipment for aptitude testing, selecting, and training both canines and human handlers for use in applications and work, including therapy, assistance, service, companion, obedience, agility, and search and rescue; and for competition in all these areas.

- E. To generate an awareness of the general population to the needs for our organization and the needs of our organization.
- F. To collect and make available to any interest parties all information gathered through our work.
- G. To provide a learning platform for any students in any field of study relating in any way to our activities.

ARTICLE IV - DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be set forth in the By-laws of this Corporation.

ARTICLE VI - LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

NONE

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

Bruce Berckmans
3941 Midway Street
Miami, Florida 33133

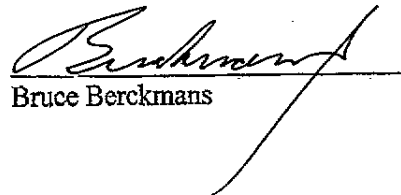
ARTICLE VIII - INCORPORATORS

The names and street address of the incorporator for these Articles of Incorporation is:

Bruce Berckmans
3941 Midway Street
Miami, Florida 33133

The undersigned incorporator has executed these Articles of Incorporation this 21 day of November, 2001.

Signature of Incorporator


Bruce Berckmans

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

CANINE PERFORMANCE, INC.
2. The name and address of the registered agent and office is:

Bruce Berckmans
3941 Midway Street
Miami, Florida 33133

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.


Bruce Berckmans

November 21, 2001
DATE

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