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ATTORNEYS' TITLE					
660 E. Jefferson St. Address					
Tallahassee, FL 32301 City/St/Zip	850-222-2785 Phone #	-			

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- PETSHOPPING	MALL.COM, INCORPORATED	
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3	•	<u> </u>
4		
X Walk-in	Pick-up time ASAP XX	
Mail-out	Will wait Photocopy	Certificate of Status
NEW FILINGS	AMENDMENTS	<u> </u>
XX Profit	Amendment	RECE DO JAN - 4 VISION FIGHT
Non-Profit	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	ECEIVED
OTHER FILINGS	REGISTRATION/QUALIFICATION	ED RATION LORIDA
Annual Report	Foreign	
Fictitious Name	Limited Partnership	s L
Name Reservation	Reinstatement	والمنافع المراجع والمراجعة والمراجعة والمراجعة والمراجعة والمراجعة والمراجعة
	Trademark	3000030879438
	Other	-01/04/0001086002 *****78.75 *****78.75

Examiner's Initials

Articles Of Incorporation Of PetShoppingMall.com, Incorporated

The undersigned, acting as sole Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

- FIRST: The name of the corporation is PetShoppingMall.com, Incorporated.
- SECOND: The period of its duration is perpetual.

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- THIRD: The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
- FOURTH: The corporation shall have authority to issue ten thousand (10,000) shares, all of one Class and each with a one dollar (\$1.00) par value.
- FIFTH: The street address of the principal office, if known, or the mailing address of the corporation is 1180 S.W. Catalina Avenue, Palm City, Florida 34990.
- SIXTH: The street address of its initial registered office is and the name of its initial registered agent at said address is SHARON O'CONNOR.
- SEVENTH: The number of Directors constituting its initial Board of Directors is two (2) whose names and addresses are as follows:

Sharon O'Connor 1180 S.W. Catalina Avenue Palm City, Florida 34990

Brian Martin O'Connor 1180 S.W. Catalina Avenue Palm City, Florida 34990

EIGHTH: The name and address of the Incorporator is as follows:

Sharon O'Connor 1180 S.W. Catalina Avenue Palm City, Florida 34990

- NINTH: The date of commencement of the corporate existence of this corporation shall be JANUARY 1, 2000.
- TENTH: Preemptive Rights
 - A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited cash, other property, services, the acquisition of other corporations, shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

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- B. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.
- C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the share-holders of the corporation.
- D. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Stuart, Florida, on the 3rd day of January, 2000.

harm O'Connor

STATE OF FLORIDA COUNTY OF MARTIN

Sworn to and subscribed before me on January 3, 2000, by Sharon O'Connor.



(Signature of Notary Public - State of Florida)

MELANIE A. LARSEN

(Print, type, or stamp commissioned name of Notary Public) Personally known _____ or produced identification _____. Type of identification produced F1. Driver L; cense

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0501 Florida Statutes, the following is submitted:

That **PetShoppingMall.com**, **Incorporated**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1180 S.W. Catalina Avenue, Palm City, Florida 34990, has named **SHARON O'CONNOR** as its agent to accept service of process within Florida.

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SHARON O'CONNOR Title: INCORPORATOR January 3, 2000

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I acknowledge that I am familiar with, and accept, the provisions of that position.

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SHARON O'CONNOR January 3, 2000

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