PPEMBROKE PINES FLA, APRIL 21 DEL 2.000 PHONO PREMBROKE PINES FLA, APRIL 21 DEL 2.000 PHONO PHON

DIVISION OF CORPORATIONS 409 East Gaines Street Tallahassee, Florida 32399

REF: PUPPY WORLD, INC.

900003220709--5 -04/24/00--01111--002 *****78.75 *****78.75

Dear Secretary of State:

Enclosed please find original and a copy of the Articles of Incorporation of: PUPPY WORLD, INC.

Also find enclosed a check payable to the Secretary of State in the amount of \$ 78.75 which includes the statutory filing fee.

Your assistance in establishing the corporation to be known as PUPPY WORLD, INC. is appreciated.

Respectfully,

HERNANDO ZAMBRANO

President

C.C.

00 MAY -3 AM 9: 39
SECRETARY OF STATE
ALL AHASSEE, FLORIDA

HOTES



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 25, 2000

HERNANDO ZAMBRANO 12612 NW 18 CT PEMBROKE PINES, FL 33028

SUBJECT: PUPPY WORLD, INC. Ref. Number: W00000010888

We have received your document for PUPPY WORLD, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown Corporate Specialist

Letter Number: 100A00022690

ARTICLES OF INCORPORATION DE: PUPPY WORLD, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida SECHANOSSEE, E. S. 39 Articles of Incorporation for such Corporation:

ARCICLE I: NAME

The name of the Corporation is: PUPPY WORLD, INC.

ARTCLE II: PRINCIPAL OFFICE

The address of the Corporation's principal office is: 12612 N.W. 18 CT, PEMBROKE PINES, FLA. 33028. TEL. (954) 4427432

ARTICLE III: PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV: CAPITAL STOCK

The Corporation is authorized to issue six thousand (6.000) shares of common stock of ten dollar (\$10.00) par value per share.

ARTICLE V: INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are follows:

Name:

HERNANDO ZAMBRANO

Address:

12612 NW 18 CT - PEMBROKE PINES, FLA. 33028-U.S.A.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The Corporation shall have initially one (1) director to hold office until the first annual meeting of shareholders and until successor(s) shall have been electec and qualified, or until the directors' earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Name:

HERNANDO ZAMBRANO

Address:

12612 NW 18 CT - PEMBROKE PINES, FLA. 33028 -U.S.A.

ARTICLE VII: INCORPORATOR(S)

The name and address of the person signing these Articles is:

Name:

HERNANDO ZAMBRANO

Address: 12612 NW 18 CT - PEMBROKE PINES, FLA. 33028 - U.S.A.

ARTICLE VIII: AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 21th APRIL OF 2.000.-

HERNANDO ZAMBRANO

Incorporator/Registered Agent

STATE OF FLORIDA - COUNTRY OF BROWARD

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and country set forth above, personally appeared officer here, who is known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation. IN WHTNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and country aforesaid, this / st day of MAY 2000.

Notary Public, State of Florida

My Commission Expires:

CONNIE ARMAS BOAN MY COMMISSION # CC 652282 EXPIRES: June 3, 2001 Bonded Thru Notary Public Underwriters