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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

TH PET SALON, INC.

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**ARTICLES OF INCORPORATION**

**OF**

**THE PET SALON, INC.**

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is: **THE PET SALON, INC.**

Corporate Address: 9250 Belaire Drive, Miramar, Florida 33025.

**ARTICLE II. NATURE OF BUSINESS.**

This corporation may engage in any activity of business permitted under the laws of the United States of America and the laws of the State of Florida.

**ARTICLE III. DURATION.**

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:

August 3, 2000

**ARTICLE IV. CAPITAL STOCK.**

This corporation is authorized to issue shares of stock as follows:

- A. **Designation:** The stock of this corporation shall be known as Common Stock.
- B. **Authorized:** The maximum number of shares of Common Stock that this corporation may issue is: 20,000. These shares will be subject to a shareholders' agreement, which will restrict the sale of issued shares.
- C. **Par Value:** Each share of Common Stock shall have a par value of \$0.01 per share.
- D. **Consideration:** Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any other combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- E. **Non-assessability:** Each share of Common Stock shall be issued in exchange for consideration, which is at least equal to the par value thereof, and shall be fully paid and non-assessable.
- F. **Voting Rights:** Each share of Common Stock shall entitle the record holder thereof, to one vote upon each proposal presented at meetings of the stockholders of the corporation.
- G. **Dividends:** Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.
- H. **Liquidation Rights:** Holders of Common Stock are entitled, in the event of liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

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