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FILED
00 DEC 15 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 29, 2000

Florida Department of State
Division of Corporations
409 E. Gains Street
Tallahassee, FL 32399

300003502473--3
-12/15/00--01073--003
*****78.75 *****78.75

RE: CANINE COMPANY, INC.

Dear Sir/Madam:

Enclosed please find, in duplicate, original executed Articles of CANINE COMPANY, INC. Also enclosed is a check in the amount of \$78.75, payable to the Florida Department of State to cover the filing fee and a Certificate of Status.

Please cause these Articles of Incorporation to be filed as soon as possible and return the photocopy with the filing date stamped on it and the Certificate of Status to our office in the enclosed envelope.

In the event you have any questions, please give me a call.

Very truly yours,



Sandra M. Erney

Enc. Composite

561-744-2777

12-20

**ARTICLES OF INCORPORATION
OF
CANINE COMPANY, INC.**

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The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be CANINE COMPANY, INC. (the "Corporation").

ARTICLE II

Mailing Address

The mailing address of the Corporation is 6390 INDIANTOWN ROAD, SUITE 22, JUPITER, FLORIDA 33458.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(b) For the purpose of transacting any or all lawful business.

(c) To do any and everything pertinent to the above.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is c/o Nancy Pilsen, 6390 Indiantown Road, Suite 22, Jupiter, Florida 33458, and the name of the initial registered agent of this Corporation at that address is Nancy Pilsen.

ARTICLE VIII

Board of Directors

This Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial director of this Corporation is as follows:

SANDRA M. ERNEY

702 Evergreen Drive
Lake Worth, Florida 33461

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

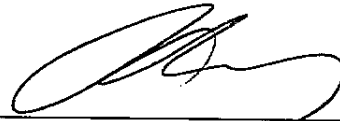
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this ____ day of December, 1999.

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TALLAHASSEE, FLORIDA

**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 SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

THAT CANINE COMPANY, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER
THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES
BEING c/o NANCY PILSEN, 6390 INDIANTOWN ROAD, SUITE 22, JUPITER, FLORIDA
33458, HAS NAMED NANCY PILSEN, LOCATED AT 6390 INDIANTOWN ROAD, SUITE 22,
JUPITER, FLORIDA 33458, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

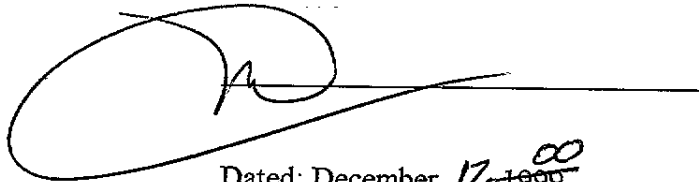


Sandra M. Erney, Incorporator

Dated: December 12, 1999

HAVING BEEN NAMED AS REGISTERED AGENT 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 FURTHER AM
FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES,
INCLUDING THE PROVISIONS OF SECTION 607.0505, FLORIDA STATUTES.

NANCY PILSEN



Dated: December, 12, 1999