

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

ANIMALE GROUP, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
ANIMALE GROUP, INC.

ARTICLE I

The name of the corporation is ANIMALE GROUP, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 19495 Biscayne Boulevard, Suite 300, Aventura, Florida 33180.

ARTICLE III

This Corporation shall have authority to issue One Million (1,000,000) shares of Common Capital Stock having a par value of \$0.01 per share.

ARTICLE IV

The street address of the Corporation's initial registered office is 103 N. Meridian Street, Lower Level, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is CorpDirect Agents.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors in one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until successors are duly elected and qualified is: Simon Falic, 19495 Biscayne Boulevard, Suite 300, Aventura, Florida 33180.

ARTICLE VI

The name of the Incorporator is CorpDirect Agents and the address of the Incorporator is 103 N. Meridian Street, Lower Level, Tallahassee, Florida 32301.

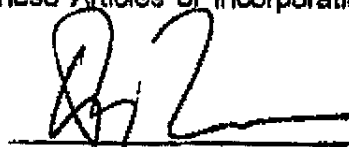
ARTICLE VII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

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IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 8th day of February, 2001.



By: Kevin R. Roberts,
Agent for the Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of ANIMALE GROUP, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORP DIRECT AGENTS



By: Kevin R. Roberts,
Agent for the Registered Agent

Dated: February 8, 2001

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