

Robert D. Moore, EA, ABA

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PO1000028633

March 10, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: WAG'N TAILS, INC.

EFFECTIVE DATE
04/01/01

FILED
01 MAR 16 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir of Madam:

Enclosed are the original and two copies of the Articles of Incorporation for Wag'N Tails, Inc., together with a check in the amount of \$87.50 in payment of the filing fee and costs for a certified copy of the Articles of Incorporation and a Certificate of Status.

Please process this corporation and return the certified copy and certificate in the enclosed envelope. Thank you for your assistance with this matter.

Sincerely,

Robert D. Moore

Robert D. Moore, EA, ABA

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-03/16/01 -01034-010
*****87.50 *****87.50

Enrolled to Practice Before the Internal Revenue Service
Accredited Business Accountant ®

Feb 3/20

⑤

EFFECTIVE DATE
04/01/01

ARTICLES OF INCORPORATION
OF
WAG'N TAILS, INC.

FILED
01 MAR 16 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATORS to these Articles of Incorporation are natural persons competent to contract and form a corporation under the laws of the State of Florida and do certify that they have become a corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be **WAG'N TAILS, INC.**

ARTICLE II

The effective date of incorporation for this corporation shall be April 1, 2001.

ARTICLE III

The general nature of the business to be transacted by this corporation is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory, or nation.

ARTICLE IV

The corporation shall have all of the powers given to it by the laws of the State of Florida, now or hereafter, and specific powers herein enumerated shall not be construed as limitations upon the powers of the corporation.

ARTICLE V

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) shares of common stock with a nominal or par value of one dollar (\$1.00) per share.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

The initial post office address of the principal office of this corporation is in the State of Florida, County of Indian River, 14190 US Highway #1, Sebastian, Florida 32958-3253. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VIII

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the members of the first Board of Directors who will serve until the first annual meeting of the shareholders or until successors are elected and shall qualify are:

JIMMY R. MORGAN
9146 86th Place
Vero Beach, Florida 32967-3509

JOANNE D. MORGAN
9146 86th Place
Vero Beach, Florida 32967-3509

ARTICLE IX

The names and addresses of the Incorporators signing these Articles of Incorporation are:

JIMMY R. MORGAN
9146 86th Place
Vero Beach, Florida 32967-3509

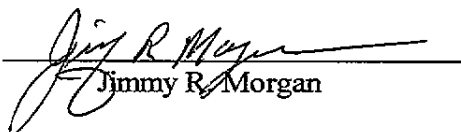
JOANNE D. MORGAN
9146 86th Place
Vero Beach, Florida 32967-3509

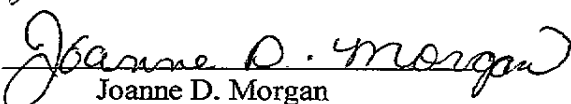
ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida governing corporations. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a specific amendment of these Articles of Incorporation be made.

ARTICLE XII

The registered agent of this corporation shall be Robert D. Moore and the address of the registered agent shall be 530 33rd Avenue, Vero Beach, Florida 32968.


Jimmy R. Morgan


Joanne D. Morgan

FILED

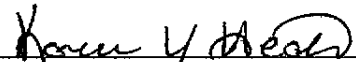
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STATE OF FLORIDA
COUNTY OF INDIAN RIVER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, personally appeared Jimmy R. Morgan and Joanne D. Morgan
who are personally known to me, or have produced _____ as a
proper type of identification, and who being first duly sworn, have stated that they are the
persons who are named as the Incorporators of the foregoing Articles of Incorporation,
and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the county and state last aforesaid on this
12 day of March, 2001.


Notary Public


My commission expires:

CERTIFICATE OF REGISTERED AGENT



Karen Y. Heath
Commission # GC 886124
Expires Dec. 10, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

PERSUANT to Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said act: WAG'N TAILS, INC., desiring to form under the laws of the
State of Florida, and who's principal office as indicated in the Articles of Incorporation in
the City of Sebastian, County of Indian River, State of Florida, has named ROBERT D.
MOORE as its agent to accept service of process for the above stated corporation at the
place designated in this certificate. I hereby accept the appointment as registered agent
and agree to act in this capacity. I further agree to comply with the provisions of all
statutes relating to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.


Robert D. Moore
Registered Agent