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AUTHORIZATION :

Patricia Pigato

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2001 JUL 17 PM 1:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : July 17, 2001

ORDER TIME : 11:39 AM

ORDER NO. : 224127-005

CUSTOMER NO: 80558A

CUSTOMER: William R. Smith, Esq.
William R. Smith, P.A.

Suite 300
8191 College Parkway
Fort Myers, FL 33919

RECEIVED
01 JUL 17 PM 12:16
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: DUDLEY'S DOG BAKERY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

700004481337--9

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

jc 7/17/01

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

DUDLEY'S DOG BAKERY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME.

The name of this Corporation shall be Dudley's Dog Bakery, Inc.

ARTICLE II. COMMENCEMENT & DURATION.

The existence of the Corporation will commence upon filing as provided by the laws of the State of Florida, and will continue thereafter perpetually.

ARTICLE III. PRINCIPAL OFFICE.

The principal place of business of this Corporation and its mailing address shall be 6900-31 Daniels Road, Fort Myers, Florida 33912.

ARTICLE IV. NATURE OF BUSINESS.

This Corporation is being formed to deal in all respects with any and all lawful business which corporations formed under the Florida Business Corporation Act may transact.

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is Seventy Five Hundred (7500) shares of common stock of the same class, each having a par value of one (\$1.00) dollar. The Shareholders of this Corporation shall have no preemptive rights.

ARTICLE VI. REGISTERED AGENT & ADDRESS.

The name and mailing address of the initial registered agent is as follows:

JAMES LARRY NICHOLS
8191 College Parkway, Suite 204
Fort Myers, Florida 33919

and, the street address of the Corporation's initial registered office is

8191 College Parkway, Suite 204
Fort Myers, Florida 33919

ARTICLE VII. INCORPORATOR.

This Corporation has one incorporator whose name and address is as follows:


JAMES LARRY NICHOLS
8191 College Parkway, Suite 204
Fort Myers, Florida 33919

ARTICLE VIII. DIRECTORS.

The number of members of the Board of Directors of this Corporation will be determined from time to time by the Shareholders, but shall never be less than one (1). It will, initially, have one (1) Director, whose name and street address is as follows:

Kenneth Emanuele
6900-31 Daniels Road
Fort Myers, Florida 33912

THE UNDERSIGNED has executed these Articles of Incorporation this 16th day of July, 2001. Having been named Registered Agent, I hereby accept and am familiar with the obligations of being registered agent of this Corporation, and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.


JAMES LARRY NICHOLS
Incorporator and Registered Agent

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2001 JUL 17 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA