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City/State/Zip

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TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

OB 1/14/02

ARTICLES OF INCORPORATION
OF
P & B PET STORES, INC.

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is P & B PET STORES, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

(1) To engage in any lawful activity permitted by the State, including retail and wholesale of pets, pet supplies, pet related services and to perform any lawful purpose.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is one thousand (1000) shares of common stock with a par value of \$1.00 per share.

ARTICLE V

The street address of the initial registered office of the corporation is 331 N. Washington Drive, Sarasota, Florida 34236.

ARTICLE VI

The initial board has one director. The name and address of the Director is:

Joshua S. Unger

331 N. Washington Drive
Sarasota, FL 34236

ARTICLE VII

The name and address of each incorporator is listed above as an initial director.

EXECUTED by the undersigned at Tampa, Florida on the 24th day of

October, 2001.

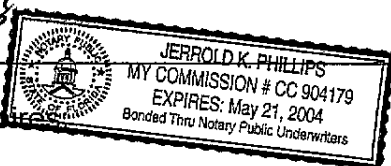
Joshua S. Unger

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared, JOSHUA S. UNGER, well known to me to be the persons described in and who executed the foregoing Articles of Incorporation of PETE & BEN, INC., and he acknowledged before me that he signed said Articles of Incorporation for the uses and purposes set forth herein.

WITNESS my hand and official seal this 7th day of JANUARY, 2004.

Notary Public
My Commission Expires



**CERTIFICATE DESIGNATING
PLACE OF BUSINESS OR DOMICILE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

P & B PET STORES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business as 331 N. Washington Drive, Sarasota, Florida 34236 and has named Joshua S. Unger located at the same address as its agent to accept service of process within the State of Florida.



Joshua S. Unger

Date

12/24/2001

Having been named 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 agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date

12/24th/2001



Joshua S. Unger