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**FLORIDA PROFIT CORPORATION OR P.A.**

**STERLING PET PRODUCTS, INC.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
STERLING PET PRODUCTS, INC.**

The undersigned incorporators for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
Name of Corporation**

The name of the corporation is:

Sterling Pet Products, Inc.

**ARTICLE II  
Duration**

This corporation shall have perpetual existence.

**ARTICLE III  
Principal Office**

The principle place of business and mailing address of this corporation shall be:

444 Brickell Avenue, Suite 1000  
Miami, FL 33131

**ARTICLE IV  
Purpose**

The purpose of this corporation shall be to conduct any and all business permitted under the laws of the United States and the State of Florida.

**ARTICLE V.  
Capital Stock**

- 1 **Number of Shares.** The aggregate number of shares that the corporation shall have authority to issue 10,000 shares of common stock.
- 2 **Rights of Common Stock.** The holders of the common stock shall have unlimited voting rights and the right to receive the net assets of the corporation upon

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dissolution.

- 3 **Preemptive Rights.** The corporation elects to have preemptive rights.
- 4 **Voting of Common Stock.** Except as otherwise required by law, each outstanding share of common stock is entitled to one vote on each matter voted on at a shareholders' meeting.

**ARTICLE VI**  
**Initial Registered Agent and Address**

Melanie A. Cambridge  
444 Brickell Avenue  
Suite 1000  
Miami, FL 33131

**ARTICLE VII**  
**Board of Directors**

The name and address of the initial board of director(s) shall be:

Richard Frost  
P.O. Box 884  
Annandale, VA 22003-0884

**ARTICLE VIII**  
**Incorporators**

The name and address of the incorporators to these Articles of Incorporation shall be:

Richard Frost  
P.O. Box 884  
Annandale, VA 22003-0884

Melanie A. Cambridge  
444 Brickell Avenue  
Suite 1000  
Miami, FL 33131

Craig Bond  
9468 Coral Crest Lane  
Vienna, VA 22182

The undersigned has executed these Articles of Incorporation this 30th day of May, 2002.

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Daniel A. Cambridge  
INCORPORATOR

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Stirling Pet Products, Inc.  
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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.

Daniel A. Cambridge  
REGISTERED AGENT

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