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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**FLORIDA PROFIT CORPORATION OR P.A.****GREENBRIER PET CREMATION SERVICES, INC.**

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JUN 28

**ARTICLES OF INCORPORATION
OF
GREENBRIER PET CREMATION SERVICES, INC.**

THE UNDERSIGNED, acting as sole incorporator of GREENBRIER PET CREMATION SERVICES, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is GREENBRIER PET CREMATION, INC.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 3703 W. Kelly Park Road, Apopka, Florida 32712. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 3703 W. Kelly Park Road, Apopka, Florida 32712.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 3703 W. Kelly Park Road, Apopka, Florida 32712, and the initial Registered Agent at such address is Barry Grimm.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to

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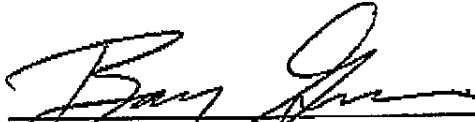
serve as the initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify is as follows:

Barry Grimm
3703 W. Kelly Park Road
Apopka, Florida 32712

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the corporation is Barry Grimm, 3703 W. Kelly Park Road, Apopka, Florida 32712.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 27th day of June, 2002.



Barry Grimm, Incorporator

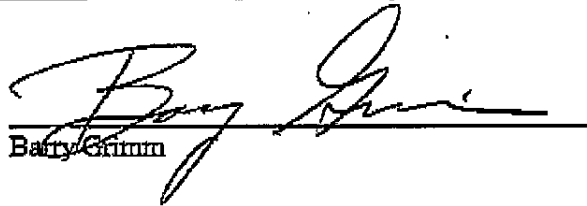
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ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 27th day of June, 2002.


Barry Grimm

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