

**Electronic Articles of Incorporation
For**

P02000114440
FILED
October 24, 2002
Sec. Of State

SPENCER'S PETS INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
SPENCER'S PETS INC.

Article II

The principal place of business address:
4845 W EAU GALLIE BLVD
MELBOURNE, FL. US 32907

The mailing address of the corporation is:
1249 MEISSEN AVE NW
PALM BAY, FL. US 32907

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
100

Article V

The name and Florida street address of the registered agent is:
MARY ANN KROGER
1249 MEISSEN AVE, NW
PALM BAY, FL. 32907

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MARY ANN KROGER

Article VI

The name and address of the incorporator is:

MARY ANN KROGER
1249 MEISSEN AVE, NW
PALM BAY, FL 32907

Incorporator Signature: MARY ANN KROGER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
MARY ANN KROGER
4835 W EAU GALLIE BLVD
MELBOURNE, FL. 32907 US

Article VIII

The effective date for this corporation shall be:

10/24/2002