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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number: 071001002335 Phone: (305)599-0839 Fax Number: (305)716-0346 O3 APR 11 AM 8: 43

FLORIDA PROFIT CORPORATION OR P.A.

PET SPA USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLE OF INCORPORATION OF

PET SPA USA, INC. o

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

ARTICLE I NAME

The name of the corporation shall be: PET SPA USA, INC.

The principal place of business of this corporation shall be:

4743 NW 72nd Avenue, Miami, FL 33166

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

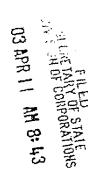
ARTICLE III CAPITAL STOCK

The aggregate number of shares of stocks and its value that this corporation is authorized to have outstanding at any one time

500 Shares at \$1,00

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.



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ARTICLE V OFFICERS DIRECTORS

The name (s) and street address (es) of the initial officer (s) and director (s), if any who shall hold office the first year of the corporation 's existence or until their successor (s) is (are) elected, is (are):

Camilo Diaz 4743 NW 72nd Avenue Miami, FI 33166

ARTICLE VI INCORPORATOR (S)

The name (s) and the street address (es) of the incorporator (s) to this article of incorporation is (are):

Camilo Diaz 4743 NW 72nd Avenue Miami, FL 33166

IN WITNESS WHEREOF, the undersigned incorporator (s) has (have) executed these Article of incorporation this 09 day of April, 2003.

Signature (s) of incorporator (s)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the Undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

PET SPA USA, INC.

2. The name and address of the registered agent and office is:

Camilo Diaz 4743 NW 72ND Avenue Miami, FL 33166

SIGNATURE

DATE 4/9/05

HAVING BEEN NAMED TO ACCEPT SERVICESOF PROCESS FOR THE ABOVE SATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HERIBY 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE