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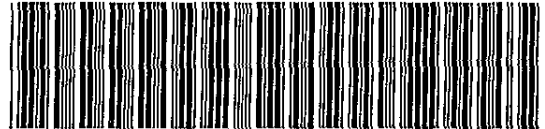
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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07/14/03--01033--015 **78.75

FILED
03 JUL 14 AM 6:37
TALLAHASSEE, FLORIDA
STATE

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: All Puppies, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$78.75 (Filing fee & Certificate)

Enclose a copy of the articles of Incorporation to be stamped with the filing date.

From: Maria Marleny Serna

C/O: American Immigrant Services Inc.
2910 W. Waters Avenue #100
Tampa, Fl 33614

ARTICLES OF INCORPORATION

All Puppies, Inc.

FILED
03 JUL 14 AM 6:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation, under the law of the State of Florida, adopt of following Articles of Incorporation for such corporation.

ARTICLE I

NAME: The name of the proposed corporation is:

All Puppies, Inc.
4323 W. Kennedy Blvd
Tampa, FL 33609

ARTICLE II

NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under laws of the United States of America and the state of Florida, and any and all acts or statutes amendatory thereof supplement thereto.

ARTICLES III

CAPITAL STOCK: The total number of shares of stock, which the corporation shall have the authority to issue, is: 10,000 shares of common stock at a par value of \$1.00 per share. The corporation may issue stock from time to time for such consideration as may be fixed by the Board of Directors may issue stock. Each share of common stock shall represent one (1) vote.

Upon dissolution or liquidation of the corporation, the holders of stock shall be entitled to distribution ratably as their holding may appear upon the stock record of the corporation.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which the corporation will begin business is: \$10,000.00

ARTICLE V

TERM OF EXISTENCE: this corporation is to exist perpetually.

ARTICLE VI

ADDRESS: The initial address of the principal office of the proposed corporation in the State of Florida is:

All Puppies, Inc.
4323 W. Kennedy Blvd
Tampa, FL 33609

ARTICLE VII

DIRECTORS: The number of Directors of this corporation is:

(2) Two

ARTICLE VIII

ADDRESS OF DIRECTORS: The name of the initial directors and street address of this corporation who are subject to the provisions of this certificate of corporation By-Laws of this corporation and the general laws of the State of Florida, shall hold office for the first year of existence or until his successor or successors are elected and qualified are:

Maria Marleny Serna 10124 Arbor Run Dr. Tampa, FL 33647	President – Treasure
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Roberto F. Alvarez 10124 Arbor Run Dr. Tampa, FL 33647	Vice- President- Secretary
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ARTICLE IX

SUBSCRIBERS: The name and address of the subscribers to these Articles of Incorporation are as follows:

Maria Marleny Serna
10124 Arbor Run Dr.
Tampa, FL 33647

Roberto F. Alvarez
10124 Arbor Run Dr.
Tampa, FL 33647

ARTICLE X

REGISTERED AGENT AND REGISTERED OFFICE: The name and street address of the registered agent and registered office is:

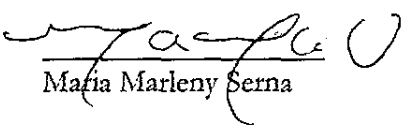
Maria Marleny Serna
10124 Arbor Run Dr.
Tampa, FL 33647

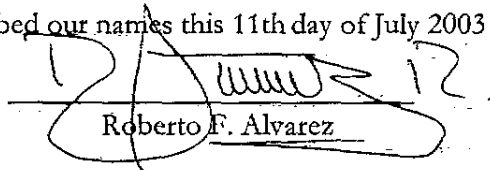
ARTICLE XI

OTHER PROVISIONS:

- A. The regulation of the business and the conduct of the affairs of this corporation and provisions creating, dividing and limiting the powers of the corporation and the stockholders, including but limited to provisions governing the issue of stock certificates to replace lost or destroyed stock certificates shall be governed by the By-Laws of this corporation which may be made and adopted by the shareholders immediately after adjourning of the organizational meeting, and the stockholders shall have the power and authority to amend, modify, change and repeal By-Laws of the corporation.
- B. No contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer or officers, director or directors of the corporation is a party to or are the parties to, or interested in such contract, persons, firm or corporation and each and every person who may become a director or an officer of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, We have subscribed our names this 11th day of July 2003


Maria Marleny Serna


Roberto F. Alvarez

I HEREBY AM familiar with and accept the duties and responsibilities as registered agent for the said corporation.


Maria Marleny Serna

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before Me, the undersigned authority, personally appear Maria Marleny Serna and Roberto F. Alvarez, to me well known to be the persons described in herein, acknowledged before me that they executed the same for the uses and purposes therein expressed.

WITNESS by my hand and official seal at Tampa, in the COUNTY AND STATE last aforesaid, this 11th of July 2003


Notary

My commission Expires:



Maria D. Sheckels
Commission # DD098439
Expires March 7, 2006
Bonded Thru
Atlantic Bonding Co., Inc.