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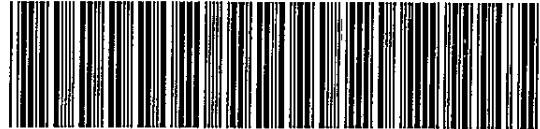
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W03-30142
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LAW OFFICE
OF
CURTIS RANDOLPH
COUNSELOR AND ATTORNEY AT LAW

850 S. 21ST STREET
SUITE H
FT. PIERCE, FL 34950
PHONE (772) 489-5472
FAX (772) 489-2186

CURTIS RANDOLPH, SR. ATTORNEY
HENRIETTA JOHNSON-GIBSON/LEGAL ASST.

OCTOBER 10, 2003

SECRETARY OF STATE
POST OFFICE BOX #6327
TALLAHASSEE, FLORIDA 32314

RE: ARTICLES OF INCORPORATION FOR RIVERVIEW PETS & SUPPLY, INC.

DEAR SIR OR MADAME:

Please find enclosed Articles of Incorporation and check for Seventy-five (\$75.00) dollars.
Please file this new corporation and tender the acknowledgment & copies to this Attorney.

If there exist any questions, please call.

SINCERELY,



CURTIS RANDOLPH, SR., ESQUIRE

CR/hjg

ENCLOSURE(S)



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 17, 2003

CURTIS RANDOLPH, SR., ESQ.
850 S. 21ST ST.
STE. H.
FT. PIERCE, FL 34950

SUBJECT: RIVERVIEW PETS AND SUPPLY INCORPORATED
Ref. Number: W03000030143

We have received your document for RIVERVIEW PETS AND SUPPLY INCORPORATED and your check(s) totaling \$75.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist
New Filings Section

Letter Number: 503A00056755

ARTICLES OF INCORPORATION
OF
RIVERVIEW PETS AND SUPPLY INCORPORATED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I--NAME

The Name of the Corporation shall be Riverview Pets and Supply Incorporated.

ARTICLE II--PRINCIPAL OFFICE

The Corporation shall have a perpetual existence with the principal place of business shall be located at South Point Shopping Center, 4165 9th Street S.W., Suite-103, Vero Beach, Florida 32968 and mailing address of the corporation at 5708 Wintergarden Parkway, Ft. Pierce, Florida 34951.

ARTICLE III--PURPOSES

The purpose of which this Corporation is formed, and the business and objectives to be carried out and promoted by it, are as follows:

1. This is a corporation for profit.
2. To receive and maintain real or personal property, or both, and subject to the restrictions and limitations set forth in the By-Laws, to use and apply the whole or any part of the income therefrom and the principal thereof for the betterment of the corporation.
3. To solicit funds and donations from time to time further the purpose of this corporation.
4. To acquire and receive by purchase, donation or otherwise and property, real, personal or mixed, and to hold, use and dispose of the same.
5. To borrow money and to issue evidence of indebtedness in furtherance of any or all of the objectives of its business, and to secure loans by mortgage, pledge, deed of trust or other liens.
6. To apply for, obtain and contract with any federal, state local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.
7. To engage in any kind of activity, and to enter into, perform, and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of the purposes of this corporation.

ARTICLE IV--MANNER OF ELECTION OF DIRECTORS

The initial Board of Directors shall consist of three (3) members. They are to be elected by the members of the Riverview Pets and Supply, Incorporated by a majority vote. The Directors are to be elected annually.

ARTICLES V--SHARES OF CORPORATION

The corporation will have one (1) share.

ARTICLE VI--INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered of this corporation will be Paul R. Haynes, whose mailing address 5708 Wintergarden Parkway, Ft. Pierce, Florida 34951. Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions 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.

Paul R. Haynes
Signature/Registered Agent
PAUL R. HAYNES

10-22-03
Date

ARTICLE VII--INCORPORATORS AND OFFICERS

The name and residences of the Incorporators of this corporation are as follows:

PAUL R. HAYNES	5708 WINTERGARTEN PKWY., FT. PIERCE, FL. 34951
LOIS J. HAYNES	5708 WINTERGARDEN PKWY., FT. PIERCE, FL. 34951
PAUL K. HAYNES	5708 WINTERGARDEN PKWY., FT. PIERCE, FL. 34951

The affairs of the corporation shall be managed by a President, Vice-President, Secretary, and a Treasurer, and such other officers as from time to time may be created by the Board of Directors. The names of the officers and the offices they shall hold until the first election shall be:

<u>NAMES</u>	<u>ADDRESSES</u>
PAUL R. HAYNES, PRESIDENT	5708 WINTERGARDEN PKWY., FT. PIERCE, FL. 34951
PAUL K. HAYNES, VICE- PRESIDENT	5708 WINTERGARDEN PKWY., FT. PIERCE, FL. 34951
LOIS J. HAYNES, SECRETARY/TREASURER	5708 WINTERGARDEN PKWY., FT. PIERCE, FL. 34951

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE OF INCORPORATORS

Paul R. Haynes
PAUL R. HAYNES/PRESIDENT

Paul K. Haynes
PAUL K. HAYNES/VICE-PRESIDENT

Lois J. Haynes
LOIS J. HAYNES/SEC. TREASURER

ARTICLE VII--AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended by a majority vote of the Board of Directors at any special meeting called for that purpose, after first giving at least ten (10) days written notice of the meeting. Amendments to the Articles of Incorporation shall only be effective from date of approval in writing by the Chariman of the Board.

STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing Articles of Incorporation of RIVERVIEW PETS AND SUPPLY acknowledged before me this 20th day of OCTOBER, 2003, by PAUL R. HAYNES, PAUL K. HAYNES and LOIS J. HAYNES as Incorporators.

(SEAL)

Henrietta Johnson-Gibson
NOTARY PUBLIC--STATE OF FLORIDA

