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MARK C. BOULDIN
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** Also Admitted in Illinois
and Federal Courts

*** Of Counsel

THE LAW OFFICES OF
MARK C. BOULDIN
& ASSOCIATES



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November 11, 2003

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

Re: DOGGY BEACH BITES, INC.

Dear Sir or Madam:

Enclosed for the filing of Articles of Incorporation for the above reference corporation please find the following:

- ☐ Articles of Incorporation – 1 original and 1 copy
- ☐ A check for \$78.75 for the filing fee, designation of Registered Agent and a Certified Copy
- ☐ Self addressed pre-paid postage envelope for the return of the certified copy.

Thank you in advance for your attention in this matter. If you have any questions, do not hesitate to contact our office.

Respectfully,

A handwritten signature in cursive script that reads "Sandra Alexander".

Sandra Alexander
Secretary
Law Offices of Mark C. Bouldin

Enclosures: 3

**ARTICLES OF INCORPORATION
OF
DOGGY BEACH BITES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I.

The name of the corporation is DOGGY BEACH BITES, INC.

ARTICLE II.

The period of duration of the corporation is perpetual.

ARTICLE III.

The purpose or purposes for which the corporation is organized are to engage in a general sales and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE IV.
CAPITAL STOCK**

Number. The aggregate number of shares that the corporation shall have the authority to issue is One Thousand (1000) shares of Capital Stock with the value of One Dollar (\$1.00) per share.

State capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

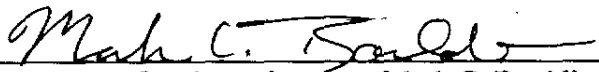
Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No class of stock. The shares of the corporation are not to be divided into classes.

ARTICLE V.

The initial street address in Florida of the initial registered office of the corporation is 6424 Central Avenue, St. Petersburg, Florida 33707, and the name of the initial registered agent at such address in Mark C. Bouldin.

I accept the appointment as registered agent and agree to act in this capacity.


Signature of registered agent - Mark C. Bouldin

ARTICLE VI.

The initial board of directors shall consist of one member, who need not be resident of the State of Florida or shareholder of the corporation.

ARTICLE VII.

The name and address of the person who shall serve as director until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

| NAME | ADDRESS | CITY | STATE | ZIP |
|------------------|--------------------------|----------------|-------|-------|
| Barbara Sullivan | 9524 Treasure Lane N. E. | St. Petersburg | FL | 33702 |

ARTICLE VIII.

The name and address of the initial incorporator is as follows:

| NAME | ADDRESS | CITY | STATE | ZIP |
|------------------|--------------------------|----------------|-------|-------|
| Barbara Sullivan | 9524 Treasure Lane N. E. | St. Petersburg | FL | 33702 |

ARTICLE IX.

The power adopt, alter, amend or alter, change or repeal by laws shall be vested in the board of directors and shareholders.

ARTICLE X.

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a (majority) vote of the common stock.

ARTICLE XI.

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE XII.

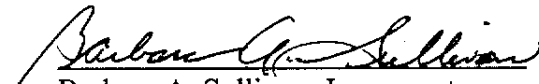
The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number to directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

ARTICLE XIV.

The name and address of the initial officer are as follows:

| OFFICER | NAME | ADDRESS | CITY | STATE | ZIP |
|-----------|---------------------|--------------------------|----------------|-------|-------|
| President | Barbara A. Sullivan | 9524 Treasure Lane N. E. | St. Petersburg | FL | 33702 |
| Secretary | Barbara A. Sullivan | 9524 Treasure Lane N. E. | St. Petersburg | FL | 33702 |
| Treasurer | Barbara A. Sullivan | 9524 Treasure Lane N. E. | St. Petersburg | FL | 33702 |

IN WITNESS WHEREOF: THE UNDERSIGNED has executed these article of incorporation at 6424 Central Avenue, St. Petersburg, Florida, on the 8th day of November 2003.


Barbara A. Sullivan- Incorporator


Witness-


Witness-