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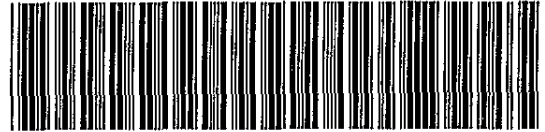
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Law Offices of George C. Psetas, P.A.

Personal Injury • Social Security Disability

GEORGE C. PSETAS
WILLIAM MOORE, Associate

(727) 863-9005
(800) 320-4864
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Email: george.psetas@verizon.net

December 2, 2003

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: **Pet HealthCare, Inc.**

Ladies and Gentlemen:

Enclosed please find the Articles of Incorporation for the above referenced corporation, **Pet HealthCare, Inc.**

We have also enclosed our check in the amount of \$78.50, representative of the correct filing fee, and certified copy.

Should you have any questions, please do not hesitate to contact me directly.

Sincerely,



GEORGE C. PSETAS

GCP:grt
Encs.

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ARTICLES OF INCORPORATION
OF
Pet HealthCare, Inc.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby file for record the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be: Pet HealthCare, Inc.
The principal place of business of this corporation shall be:
10816 U.S. Highway 19N, Suite 105, Port Richey, Florida 34668

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be:
10816 U.S. Highway 19N, Suite 105, Port Richey, FL 34668

The initial registered agent of the corporation is:
GEORGE C. PSETAS

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the incorporation that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

ARTICLE VIII. DIRECTORS

The requirement for directors of the corporation shall be dispensed with and all powers and duties otherwise conferred upon corporate directors shall be performed and exercised by the president of the corporation.

ARTICLE IX. OFFICERS


The names and addresses of the initial officers of the corporation shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

GEORGE C. PSETAS, 10816 U.S. Hwy.19N, Suite 105, Port Richey, FL 34668

ARTICLE X. INCORPORATORS

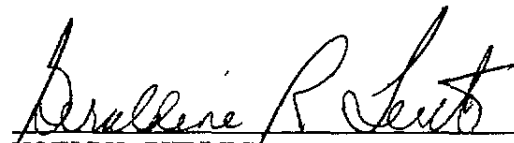
The name and street address of the incorporators to these Articles of Incorporation are:

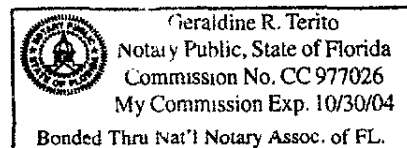
GEORGE C. PSETAS, 10816 U.S. Highway 19N, Suite 105, Port Richey, FL 34668


GEORGE C. PSETAS

STATE OF FLORIDA
COUNTY OF PASCO

and The foregoing instrument was acknowledged before me this day of December, 2003 by GEORGE C. PSETAS.


NOTARY PUBLIC
My Commission Expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, 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 is:

Pet HealthCare, Inc.

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

George c. Psetas
10816 U.S. Highway 19N, Suite 105
Port Richey, FL 34668

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

SIGNATURE: _____

DATE: _____

George C. Psetas
12-2-03

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