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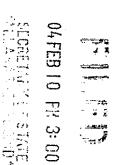
(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
(Document Number)
Certified Copies Certificates of Status
Special Instructions to Filing Officer:
GAVE AUTHORIZATION BY PHONE TO CORRECT ACCULATION BY PHONE TO DATE 2-17-04 DOC. EXAM LEGROD  DOC. EXAM LEGROD

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#### JAY L. KOTZEN LAW OFFICES

2040 N.E. 163RD STREET SUITE # 301 NORTH MIAMI BEACH, FLORIDA 33162

Phone (305) 944-1288
Fax (305) 944-1289
MEMBER OF FLORIDA BAR SINCE 1965
OFFICES IN: South Miami, Coral Gables,
No. Miami Beach.
REPLY TO ADDRESS ABOVE

February 4, 2004

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

Re:

Our Client:

Dixie Pups, Inc.

Gentlemen:

Enclosed please find:

- 1. Oiginal and one (1) copy of Articles of Incorporation for Dixie Pups, Inc.
- 2. Designation of Resident Agent and Acceptance.
- 3. Check in the amount of \$87.50 payable to Secretary of State of Florida for fees & costs.

Kindle process the enclosed for incorporation in the State of Florida and retun to this writer the Certificate of Incorporation and a certified copy of the Articles of Incorporation.

Very truly yours,

JLK/gl

Enclosures (2)

#### ARTICLES OF INCORPORATION OF DIXIE PUPS, INC.

# 04 FEB 10 PM 3: 00 SECRETARY OF STATE IALL AHASSEE FLORIDA

#### ARTICLE I

CORPORATE NAME: The name of this corporation is DIXIE PUPS, TNC. 19416 N.E. 26 Avenue, #112, North Miami Beach, Florida, 33180, ARTICLE II

NATURE OF COPORATE BUSINESS: This corporation is organized to transact and conduct any and all legal business and/or businesses, including but not limited to, any and all types of businesses in any way related to the wholesale and retail sale of pets of all type plus any and all pet and/or animal food,merchandise, and services to the public, and to own, lease, construct, erect, build, and improve real and personal property of every class or description and rights and privileges therein, wheresoever situate, and any and all transactions related thereto.

#### ARTICLE III

<u>CAPITAL STOCK</u>: This corporation is authorized to issue a maximum of 100 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of common stock shall be fixed by the Board of Directors.

#### ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED AGENT ADDRESS: This corporation's initial Registered Agent and Registered Agent's Office and address in the State of Florida shall be Julie Soutullo, 19416 N.E. 26 Avenue, #112, North Miami Beach, Florida, 33180.

#### ARTICLE V

INITIAL BOARD OF DIRECTOR: The number of Directors may be altered from time to

time by the By-Laws adopted by the stockholders but shall never be less than one Director at any time. The first Board of Directors, name and address, is: Julie Soutullo, 19416 N.E. 26 Avenue, #112, North Miami Beach, Florida, 33180. The members of the Board of Directors shall hold office until the first annual meeting of the Stockholders of this corporation.

#### ARTICLE VI

INCORPORATOR: Julie Soutullo, 19416 N.E. 26 Svenue, #112, North Miami Beach, Florida, 33180, is the incorporator executing these Articles of Incorporation.

#### ARTICLE VII

AMENDMENTS: This corporation reserves the right to amend or repeal and provision contained in these Articles of Incorporation, or any amendment thereo, and any right conferred upon the shareholders is subject to this reservation.

THE UNDERSIGNED Incorporator does make and file these Articles of Incorporation for the purpose of forming a corporation to do business within the State of Florida, hereby declaring and certifying that the facts hereinb stated are true.

JULIE SOUTULLO (SEAL)

STATE OF FLORIDA}

SS:

COUNTY OF DADE }

BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Julie Soutullo, personally known to be the

person described as Incorporator in the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Inorporation for the purposes therein stated.

WITNESS my hand and seal at North Miami Beach, Dade County, Florida, this day o Febluary, 2004.

WARY PUBLIC, STA

STATE OF FLORIDA AT LARGE

-3-

Jay Louis Kotzen Commission #DD 169540 Expires: Jan 16, 2007 Bonded Theu

### CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

For: Dixie Pups, Inc.

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates Julie Soutullo, 19416 N.E. 26 Avenue, #112, North Miami Beach, Florida, 33180, as Registered Agent for Dixie Pups, Inc., to accept service of process with this State.

Dixie Pups, Inc

By: July Soute

Julie Soutullo

#### **ACCEPTANCE**

The undersigned hereby accepts the foregoing designation as Registered Agent for Dixie Pups, Inc., for the service of process within the State of Florida, and agrees to comply with the provisions of law applicable to said designation.

Julie Soutullo

-1-

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