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Division of Corporations
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From:
Account Name : ROGERS, TOWERS, BAILEY, ET AL
Account Number : 076666002273
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FLORIDA PROFIT CORPORATION OR P.A.

Sav-A-Pet, Inc.

Certificate of Status	0
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NO. 8856 P. 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SAV-A-PET, INC.**

ARTICLE I - NAME

The name of the corporation is: Sav-A-Pet, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the Corporation is 440 Timberwalk Court, #918, Ponte Vedra Beach, Florida 32082.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of common stock, all of which shall be of the par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 440 Timberwalk Court, #918, Ponte Vedra Beach, Florida 32082, and the name of its initial registered agent at such address is Bobby J. Wilkes.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be one, and the name and address of such person who is to serve as member thereof are:

NAME	ADDRESS
Bobby J. Wilkes	440 Timberwalk Court, #918, Ponte Vedra Beach, Florida 32082

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator is Bobby J. Wilkes, 440 Timberwalk Court, #918, Ponte Vedra Beach, Florida 32082.

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ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 09 day of July, 2004.

Bobby J. Wilkes
Bobby J. Wilkes
Incorporator

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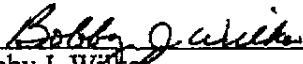
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named 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 Sav-A-Pet, Inc.
2. The name and address of the registered agent and office are Bobby J. Wilkes, 440 Timberwalk Court, #918, Ponte Vedra Beach, Florida 32082.

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.


Bobby J. Wilkes
Registered Agent

July, 9, 2004

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