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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION OF

BARKS PUP AVENUE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is BARKS PUP AVENUE, INC.

ARTICLE II: PRINCIPAL OFFICE

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TALLAHASSEE, FLORIDA

The principal place of business and mailing address of the corporation is 8721 N. River Forest Circle, Tampa, FL. 33604

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Daphyne M. Guthrie**, 8721 N. River Forest Circle, Tampa, FL. 33604

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL OFFICERS AND DIRECTORS

The name and address of the initial Officers and Directors of the corporation are Daphyne M. Guthrie-President-8721 N. River Forest Circle, Tampa, FL. 33604 and Richard Glenn-Vice President-8721 N. River Forest Circle, Tampa, FL. 33604

ARTICLE VII: SPECIAL PROVISIONS

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 19th day of August 2004.

"Capital Connection by: Weimar Lopez, Client Representative"

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 o	f the cor	poration	is: <u>B</u>	arksi	Pup Av	enue, Inc
	•							
2.	The	name a	nd street	address	of the	register	ed agent a	and office
is:		Da	121 No	M. G	futhr	ie	-	

HAVE 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.

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