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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 NOV 10 A 9 46

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FLORIDA PROFIT CORPORATION OR P.A.

PLANET KENNEL CLUB, INC.

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11-12-04

ARTICLE OF INCORPORATION

OF

PLANET KENNEL CLUB, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDESIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT(S).

ARTICLE I NAME

THE NAME OF THE CORPORATION WILL BE: PLANET KENNEL CLUB, INC.
THE PRINCIPLE PLACE OF BUSINESS OF THIS CORPORATION WILL BE: THE STATE OF
FLORIDA AND ALL THE UNITED STATES: 1835 S.W. 27TH AVE.
MIAMI, FL 33133

ARTICLE II NATURE OF BUSINESS

THIS CORPORATION MAY ENAGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER LAWS OF THE UNITED STATES, THE STATE OF FLORIDA OR ANY OTHER STATES, COUNTRY, TERRITORY, OR NATION.

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND IT'S VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANYONE TIME IS: THREE HUNDRED SHARES OF COMMON STOCK WITH PER VALUE OF THE (\$10.00) DOLLARS PER SHARE. ALL OF THE STOCK WILL BE PAYABLE IN CASH, REAL OR PERSONAL PROPERTY, OR LABORS, OR SERVICES IN LIEU OF CASH, VALUATION OF ANY OF THE ABOVE TO BE FIXED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

ARTICLE IV TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE V OFFICERS DIRECTORS

THE NAME (S) AND STREET ADDRESS (E) OF THE INITIAL OFFICER (S) AND DIRECTOR(S), IF ANY, WHO WILL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE UNTIL THEIR SUCCESSOR(S) IS/ARE ELECTED, IS/ARE:

LUIS FRIAS
PRESIDENT-TREASURER
1835 S.W. 27TH AVE.
MIAMI, FL 33133

MABEL MIGUEZ
VICEPRESIDENT-SECRETARY
1835 S.W. 27TH AVE.
MIAMI, FL 33133

ARTICLE VI INCORPORATOR (S)

THE NAME (S) AND STREET ADDRESS (E/S) OF THE INCORPORATOR (S) TO THIS ARTICLES OF INCORPORATION IS/ARE:

LUIS FRIAS
PRESIDENT-TREASURER
1835 S.W. 27TH AVE.
MIAMI, FL 33133

MABEL MIGUEZ
VICEPRESIDENT-SECRETARY
1835 S.W. 27TH AVE.
MIAMI, FL 33133

IN WITNESS WHERE OF, THE UNDERSIGNED INCORPORATOR (S) HAS/HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 09 OF NOVEMBER 2004.


LUIS FRIAS
PRESIDENT-TREASURER


MABEL MIGUEZ
VICEPRESIDENT-SECRETARY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to provisions of section 607.325, 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

PLANET KENNEL CLUB, INC.

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

LUIS FRIAS, 1835 S.W. 27TH AVE.
(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL 33133
(CITY/STATE/ZIP)

I Luis Frias, accept the duties as registered agent for this corporation.

SIGNATURE

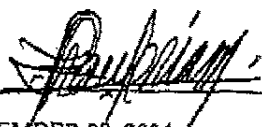


TITLE: PRESIDENT-TREASURER.

DATE: NOVEMBER 09, 2004.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE: NOVEMBER 09, 2004.