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Florida Department of State
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To:

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

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

2006 JUN 26 P 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

AlphAnimals INC.

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
ALPHANIMALS INC.

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Article II. Address

The Corporation's mailing address is:
ALPHANIMALS INC.
P.O. Box 30218
Palm Beach Gardens FL 33420-0218

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
C.W. Willis
43 St. George Place
Palm Beach Gardens FL 33418

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
C.W. Willis

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 23, 2006.

The undersigned incorporator executed these Articles of Incorporation on June 23, 2006.



CORPORATE CREATIONS INTERNATIONAL INC.
Franco E. Cammarata Vice President and Counsel
by M.A. Arciza as attorney-in-fact

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

ALPHANIMALS INC.

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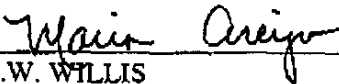
REGISTERED AGENT/OFFICE:

C.W. Willis

43 St. George Place

Palm Beach Gardens FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


C.W. WILLIS

by M.A. Arciza as attorney-in-fact

Date: 6/26/2006.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
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