

**Electronic Articles of Incorporation
For**

P07000124434
FILED
November 16, 2007
Sec. Of State
bmcknight

MAXX"S HEALTHY PET FOODS CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MAXX"S HEALTHY PET FOODS CORP.

Article II

The principal place of business address:

16183 SIERRA PALMS DRIVE
DELRAY BEACH, FL. 33484

The mailing address of the corporation is:

16183 SIERRA PALMS DRIVE
DELRAY BEACH, FL. 33484

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

SHARON TSENGOLES
16183 SIERRA ALMS DRIVE
DELRAY BEACH, FL. 33484

I certify that I am familiar with and accept the responsibilities of registered agent.

P07000124434
FILED
November 16, 2007
Sec. Of State
bmcknight

Registered Agent Signature: SHARON TSENGOLES

Article VI

The name and address of the incorporator is:

SHARON TSENGOLES
16183 SIERRA PALMS DRIVE

DELRAY BEACH FL 33484

Incorporator Signature: SHARON TSENGOLES

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P/D
SHARON TSENGOLES
16183 SIERRA PALMS DRIVE
DELRAY BEACH, FL. 33484

Title: VP
SHARON TSENGOLES
16183 SIERRA PALMS DRIVE
DELRAY BEACH, FL. 33484

Title: SEC
SHARON TSENGOLES
16183 SIERRA PALMS DRIVE
DELRAY BEACH, FL. 33484

Article VIII

The effective date for this corporation shall be:

01/01/2008