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John W. Black

Attorney At Law 2155 Delta Blvd., Suite 210-A Tallahassee, Florida 32303 Telephone: (850) 425-4600 Fax: (850) 425-4612

June 23, 2008

VIA HAND DELIVERY

Department of State, Division of Corporations Office of Corporate Filings Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

RE: Request for Filing New Corporation
Articles of Incorporation for Finelli Farms & Kennel, Inc.

Dear Sir or Madam:

I enclose for the filing of a new corporation the following documents:

- 1. Articles of Incorporation for Finelli Farms & Kennel, Inc.
- 2. Certificate of Designation of Registered Agent/Registered Office and Acceptance of Registered Agent.
 - 3. Filing fee check in the amount of \$78.75.

I would appreciate if you would please file the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and Acceptance.

I would like to request a Certified Copy of this filing, the \$8.75 fee for which is included in the filing fee check. Please return the Certified Copy to me at the above address. Please call me if you have any questions or need to discuss this matter any further.

Sincerely yours,

W. Blick

John W. Black

JWB:jb Enclosures

cc: Finelli Farms & Kennel, Inc.

ARTICLES OF INCORPORATION

<u>OF</u>

FINELLI FARMS & KENNEL, INC.

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ARTICLE I - NAME

The name of this corporation is FINELLI FARMS & KENNEL, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of engaging in the business of kennel operations, and to do anything necessary, proper, advisable, or convenient, for the accomplishment of said purposes, and to do all and other things incidental to them, or connected with them, that are not forbidden by the Florida corporation laws or by other laws, or by these Articles of Incorporation, and to carry out said purpose in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the laws of that state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares that the corporation shall have the authority to issue is One Hundre (100) shares of common stock with a par value of Ten Dollars (\$10.00) per share. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive,

when and as directed by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation shall be located at 305 Finelli Lane, Quincy, Florida 32352. The mailing address for this corporation shall be P.O. Box 934, Quincy, Florida 32353. The initial registered agent of this corporation shall be John W. Black, Attorney at Law, 2155 Delta Blvd., Suite 210-A, Tallahassee, Florida 32303.

<u>ARTICLE V - INITIAL BOARD OF DIRECTORS</u>

The initial Board of Directors shall consist of two (2) members, who need not be residents of the State of Florida or shareholders of the corporation. The number of directors may be increased from time to time by the by-laws. The name and address of the initial officers/directors of this corporation are:

President/Treasurer/Director:

David R. Finelli

P.O. Box 934

Quincy, FL 32353

Vice-President/Secretary/Director:

Patricia M. Finelli

P.O. Box 934

Quincy, FL 32353

ARTICLE VI - DURATION

The period of duration of this corporation is perpetual.

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of incorporation is David R. Finelli, P.O. Box 934, Quincy, FL 32353.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto.

<u>ARTICLE X - PREEMPTIVE RIGHTS</u>

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of stock of this corporation that may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder, all shares of common stock currently authorized and issued.

IN WITNESS WHEREOF, the undersigned subscriber has executed these

Articles of Incorporation on this 19 day of May, 2008.

DAVID R. FÍNELLI

STATE OF FLORIDA

COUNTY OF LEON

BEFORE ME, the undersigned authority, personally appeared DAVID R.

FINELLI, who is personally known to me or who produced DAVID R.

as identification, and who executed and subscribed the above Articles of Incorporation, and he did so freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth, and he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Quincy, Gadsden County, Florida, this <u>19</u> day of May, 2008.

STELLA DITIE-MIRRAY

TO PARE - Sizes of Footies

Commission Systems by 21, 2012

Commission 6 00 188607

NOTARY PUBLIC Commission # DO 781947 My Commission Expires: 4/31/2012

CERTIFICATE OF DESIGNATION OF

OF FINELLI FARMS & KENNEL, INC.

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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 is FINELLI FARMS & KENNEL, INC.
- 2. The name and address of the registered agent is John W. Black, Attorney at Law, 2155 Delta Blvd., Suite 210-A, Tallahassee, Florida 32303.

Dated this 19 day of May, 2008.

FINELLI FARMS & KENNEL INC

DAVID R FINELT

President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE
OF PROCESS FOR THE ABOVE STATED CORPORATION AT A 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Dated this 237 day of May, 2008.

John W. Black, Esq.

/2155 Delta Blvd., Suite 210-A

Tallahassee, FL 32303

(850) 425-4600

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