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FLORIDA PROFIT/NON PROFIT CORPORATION

IPET SUPERSTORE, INC.

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**ARTICLES OF INCORPORATION
OF
iPET SUPERSTORE, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is iPet Superstore, Inc.

ARTICLE II

The existence of the corporation shall begin on December 12, 2008.

ARTICLE III

The address of the principal office of the Corporation is 18501 Murdock Circle, Suite 501, Port Charlotte, Florida 33948.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 5,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The par value is \$1.00.

ARTICLE V

The initial street address of the Corporation's registered office is 18501 Murdock Circle, Suite 501, Port Charlotte, Florida 33948. The initial registered agent for the Corporation at that address is Christopher A. Smith.

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors are:

NAMEADDRESS

Christopher A. Smith

2334 Abbotsford Street
North Port, Florida 34287

ARTICLE VII

The name and street address of the persons signing these articles of incorporation are:

NAMEADDRESS

Christopher A. Smith

2334 Abbotsford Street
North Port, Florida 34287

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.


IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 12 day of December, 2008.



Christopher A. Smith

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for *iPet Superstore, Inc.* at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Christopher A. Smith

Date: December 12, 2008.

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