

Division of Corporations

Page 1 of 1

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Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
THINK PET DESIGNS, INC.**

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T. Burch OCT 6 2011

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**ARTICLES OF INCORPORATION  
OF  
THINK PET DESIGNS, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation shall be: THINK PET DESIGNS, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the principal place of business of this corporation shall be: 190 Pinellas Lane #309, Cocoa Beach, Florida 32931.

The mailing address of this corporation shall be: P.O. Box 410039, Melbourne, Florida 32941-0039.

**ARTICLE III - DURATION**

The period of duration for the corporation shall begin on the date of filing these Articles of Incorporation with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV - PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States or of the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000 shares.

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#### **ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The name and Florida street address of the initial registered agent is:  
Sabine Crane, 190 Pinellas Lane #309, Cocoa Beach, Florida 32931.

#### **ARTICLE VII - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Sabine Crane, 190 Pinellas Lane, #309, Cocoa Beach, Florida 32931

#### **ARTICLES VIII - INITIAL DIRECTOR(S)**

The initial board of directors shall consist of three (3) members. This number may be increased from time to time in accordance with the Corporation's bylaws. The name and address of the person(s) who will serve on the initial board of directors is:

Sabine Crane, 190 Pinellas Lane, #309, Cocoa Beach, Florida 32931.  
Jennifer Scoggin, 26552 La Quilla Lane, Mission Viejo, CA 92692  
Frederick Goodnow, 9304 River Oaks Drive, Bentonville, AR 72712

#### **ARTICLE IX - INITIAL OFFICERS**

The initial officers of the corporation and the offices held of the officer is as follows:

Sabine Crane	President
Jennifer Scoggin	CFO and Secretary
Frederick Goodnow	COO, VP of Sales

#### **ARTICLE X - AMENDMENT**

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholder's meeting called for that purpose.

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**ARTICLE XI - BY-LAWS**

The By-Laws of the corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Shareholders at any meeting thereof.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles this 4 day of October, 2011.

  
Sabine Crane, Incorporator

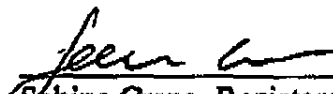
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**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE 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 PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Sabine Crane, Registered Agent  
Date: October 4, 2011

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