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RICHARD F. WHEELER

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OF COUNSEL

February 22, 1995

TELEPHONE  
(813) 685-0050

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(813) 685-0369

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-02/24/95--01035--002  
\*\*\*\*122.50 \*\*\*\*122.50

\*BOARD CERTIFIED IN APPELLATE PRACTICE

PERSONAL AND CONFIDENTIAL

Ms. Judy Eure  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32314

Re: Targeted Pet Products Services, Inc.

Dear Ms. Eure:

With regard to the above-referenced corporation, enclosed are the articles of incorporation, along with an additional copy for certification. Also enclosed is this firm's check in the amount of \$122.50, in payment of the following fees:

|                                                   |              |
|---------------------------------------------------|--------------|
| 1) Filing fee for articles                        | \$ 35.00     |
| 2) Filing fee for designation of registered agent | 35.00        |
| 2) Fee for certified copy of articles             | <u>52.50</u> |
| Totaling                                          | \$122.50     |

Please call me collect at (813) 685-0050, when the articles have been filed. I have also enclosed an overnight delivery envelope, which I would appreciate it if you would use in forwarding the certified copy to our office.

Thank you for your assistance in this matter. Should you have any questions, or require further information, please feel free to call me.

Very truly yours,

*Carol Hartline*  
Carol Hartline, Secretary  
to Richard F. Wheeler

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FEB 23 PM 12:01

*2/23/95*  
*TH*

ARTICLES OF INCORPORATION  
OF  
TARGETED PET PRODUCTS SERVICES, INC.

ARTICLE I. NAME

The name of the corporation is Targeted Pet Products Services, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office of the corporation is 3320 Crenshaw Lake Road, Lutz, Florida 33549, and the corporation's mailing address is the same.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, having a par value of One Dollar (\$1.00) per share. There shall be only one class of stock.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3320 Crenshaw Lake Road, Lutz, Florida 33549, and the name of the initial registered agent of the corporation at this address is Anthony Lee Redfield.

ARTICLE V. INITIAL DIRECTOR

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be fewer than one. The name and address of the director of this corporation are:

Anthony Lee Redfield

3320 Crenshaw Lake Road  
Lutz, Florida 33549

77 FEB 23 1961  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI. INCORPORATOR

The name and address of the person signing these articles are:

Anthony Lee Redfield

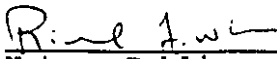
3320 Crenshaw Lake Road  
Lutz, Florida 33549

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of incorporation on this 22nd day of February, 1995.

  
Anthony Lee Redfield

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

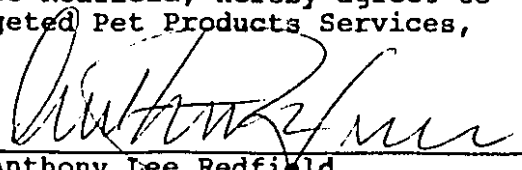
The foregoing instrument was acknowledged before me this 22 day of February, 1995, by Anthony Lee Redfield, who is personally known to me or who has presented N/A as identification.

  
Notary Public

Richard F. Wheeler  
(Print Name of Notary)  
My Commission Expires: 7/28/95

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

THE UNDERSIGNED, Anthony Lee Redfield, hereby agrees to serve as Registered Agent for Targeted Pet Products Services, Inc., until further notice.

  
Anthony Lee Redfield