

P95 0000 23480

STEPHEN J. BRONIS, P.A.
60 WEST FLAGLER STREET
11TH FLOOR
MIAMI, FLORIDA 33130

STEPHEN J. BRONIS

TEL. (305) 379-8011
FAX (305) 372-8921

March 20, 1995

Attn: Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

9000001486829
-03/22/95--01097--012
****122.50 ****122.50

Re: Incorporation of: PETMATES, INC.

Gentlemen:

Enclosed are the original and one (1) copy of the Articles of Incorporation of this proposed corporation.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return same to the undersigned.

A check is enclosed for \$122.50 to cover the filing fees, certified copy and Registered Agent Designation.

Very truly yours,

STEPHEN J. BRONIS, P.A.



Stephen J. Bronis, Esquire

SJB:hov
Encs.

SDE

FILED
DIVISION OF STATE
CORPORATIONS
55 MAR 22 PM 2:18

ARTICLES OF INCORPORATION
OF
PETMATES, INC.

ARTICLE I

The name of this corporation shall be:

PETMATES, INC.

ARTICLE II

The general nature of business to be carried on by this corporation is:

- a. To enter into any and all contracts with any person, firm, corporation and/or association.
- b. To engage in the transaction of any and all lawful business or businesses for which corporations may be incorporated under the General Corporation Act of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue is 100 shares.

ARTICLE IV

The shareholders of this corporation shall have preemptive right to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

FILED
CORPORATION DIVISION
SEP 22 PM 2:18

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at 290 Sunrise Drive, Apt. 2J, Key Biscayne, Florida 33149, with the corporation retaining the power of moving its office to any other address in the State of Florida, as may, from time to time, and at any time, be determined by its Board of Directors, with branch offices in such other cities, counties, states and countries as may from time to time, and at any time, be determined by its Board of Directors.

ARTICLE VII

The initial registered office of this corporation shall be 66 West Flagler Street, Suite 1100, Miami, Florida 33130.

The initial Registered Agent at that address shall be **STEPHEN J. BRONIS**.

ARTICLE VIII

This corporation shall, at all times, have at least (1) Director who shall conduct the business of the corporation as a Board of Directors. The stockholders of the corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation, provided the corporation have at least (1) Director.

ARTICLE IX

The name and address of the member of the initial Board of Directors of the corporation who shall hold office until the first annual meeting of shareholders and until her

successor is elected and qualified, or until her earlier removal from office, resignation or death, is:

Lisa Marie Stackpole
290 Sunrise Drive, Apt. 2J
Key Biscayne, Florida 33149

ARTICLE X

The name and address of the incorporator is:

Lisa Marie Stackpole
290 Sunrise Drive, Apt. 2J
Key Biscayne, Florida 33149

ARTICLE XI

The by-laws of this corporation may be created, amended, changed or replaced by either the stockholders or the Directors of the corporation at any duly scheduled Special Meeting called for that purpose.

ARTICLE XII

This corporation shall indemnify any officer or Director, or any former officer or Director to the full extent permitted by law.

The undersigned does hereby subscribe, acknowledge and file these Articles of Incorporation, hereby certifying that the facts contained herein are true and correct, and

accordingly hereto set my hand and seal this 20 day of March 1995.

Lisa Marie Stackpole (SEAL)
LISA MARIE STACKPOLE

STATE OF FLORIDA)

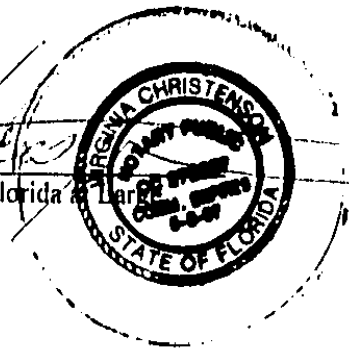
SS:

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 20th day of March 1995 by **LISA MARIE STACKPOLE**, the person who executed the foregoing Articles of Incorporation, and who is personally known to me (or has produced a driver's license as identification) and who did take an oath and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office in the State and County last aforesaid, this 20th day of March 1995.

Virginia Christenson
NOTARY PUBLIC, State of Florida



My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.034, Florida Statutes, the following is submitted:

That **PETMATES, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, State of Florida, has named **STEPHEN J. BRONIS**, located at **66 West Flagler Street, Suite 1100, Miami, Florida 33130**, City of Miami, Florida, as its agent to accept service of process within Florida.

Signature: *Lisa Marie Stackpole*
LISA MARIE STACKPOLE

Title: Incorporator

Date: March 20, 1995

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Stephen J. Bronis
Registered Agent

Date: March 20, 1995

MAR 22 PM 2:18