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NAME: JUST DRUGS II, INC.  
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ARTICLES OF INCORPORATION

OF

JUST DOGGIN' IT, INC.

(5)

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be JUST DOGGIN' IT, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 6635 West Commercial Boulevard, Suite 201-C, Tamarac, Florida 33319.

ARTICLE III

This corporation's existence shall be effective on the date of filing of these Articles, and the corporation shall have perpetual existence.

ARTICLE IV

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

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HARVEY A. BURGER, ESQ.  
Suite 506  
20801 Biscayne Boulevard  
North Miami Beach, FL 33180  
Tel: (305) 936-8844  
Florida Bar No. 0136195

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
5,000	\$1.00	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

#### ARTICLE VI

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

<u>Name</u>	<u>Address</u>
Paul Podhurst	6635 West Commercial Boulevard Suite 201-C Tamarac, FL 33319

#### ARTICLE VII

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name and address of the director of the corporation, who shall hold office for the first year or until his successors are duly elected and qualified, shall be:

<u>Name</u>	<u>Address</u>
Paul Podhurst	6635 West Commercial Boulevard Suite 201-C Tamarac, FL 33319

#### ARTICLE VIII

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Mark Feldman	6635 W. Commercial Blvd. Suite 201-C Tamarac, FL 33319

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ARTICLE IX

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE X

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the above-named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 6<sup>th</sup> day of April, 1995.

  
MARK FELDMAN, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OF  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

JUST DOGGIN' IT, INC., desiring to organize under the laws of  
the State of Florida with its principal office as indicated in the  
Articles of Incorporation at 6635 West Commercial Boulevard, Suite  
201-C, Tamarac, FL 33319, has named Paul Podhurst as its agent to  
accept service of process within the State of Florida.

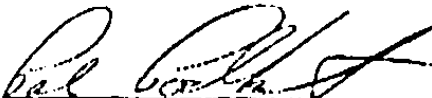


MARK FELDMAN, INCORPORATOR

DATE: April 6, 1995

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-  
stated 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.



PAUL PODHURST, REGISTERED AGENT

DATE: APRIL 6, 1995

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FILED  
APR 11 1995  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
DADE COUNTY, FLORIDA

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