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FILED
95 MAY 15 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 9, 1995.

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: All About Pets of Orlando, Inc.
924 Pinedale Ave.
Orlando, Florida 32808
(407) 578-1969

600001488686
-05/16/95--01070--018
*****70.00 *****70.00

Dear Division of Corporations:

Enclosed please find our Articles of Incorporation and the Registered Agent for filing, together with our check in the amount of \$ 70.00 to cover the filing fee and the registered agent fee.

Sincerely,

Kenneth D. Linger
Kenneth D. Linger

PAK 5-16

ARTICLES OF INCORPORATION

OF

ALL ABOUT PETS of ORLANDO, INC.

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber to these ARTICLES OF INCORPORATION, being a natural person competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I NAME

THE NAME of the corporation shall be **ALL ABOUT PETS of ORLANDO, INC..**

ARTICLE II PURPOSE

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is **100 shares of common stock**, each share having a par value of **One Dollar (\$1.00)**.

ARTICLE IV REGISTERED OFFICE

THE INITIAL registered office of the corporation shall be at 924 Pinedale Ave., Orlando, Florida, 32808. The shareholders may from time to time designate such other post office address and place for the registered office of this corporation as it may see fit. The Registered Agent for the corporation shall be **Kenneth D. Linger**, at 924 Pinedale Ave., Orlando, Florida 32808.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code

and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Kenneth D. Linger

ARTICLE IX INCORPORATORS

THE NAME and street address of the subscribers of these Articles are:

NAME:

Kenneth D. Linger

ADDRESS:

924 Pinedale Ave.
Orlando, Florida 32808

ARTICLE X AMENDMENT

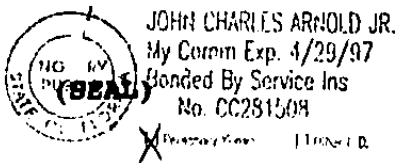
THIS CORPORATION reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

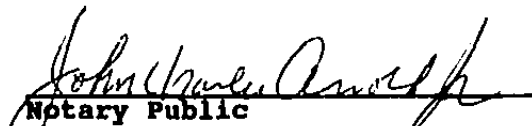
IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinbefore named, have hereunto set their hands and seals on this 9 day of May, 1995, for the purpose of forming this corporation to do business both within and without the State of Florida, do make and file in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


Kenneth D. Linger

STATE OF FLORIDA }
 } ss.
COUNTY OF ORANGE }

BEFORE ME, personally appeared Kenneth D. Linger, and by production of a picture identification, ID# L526-504-52-026-0, who, after being duly cautioned and sworn, deposes and states that they are the individuals described in the above and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the purpose therein expressed, on this 9 day of May, 1995.




Notary Public
State of Florida
My Commission Expires:

**DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida. **ALL ABOUT PETS of ORLANDO, INC.**, a corporation organizing under the laws of the State of Florida, with its principal office located at 924 Pinedale Ave., Orlando, Florida, 32808, has named **Kenneth D. Linger**, whose address is 924 Pinedale Ave., Orlando, Florida, 32808, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Kenneth D. Linger
Kenneth D. Linger

STATE OF FLORIDA }
 } ss.
COUNTY OF ORANGE }

BEFORE ME, the undersigned authority, this day personally appeared **Kenneth D. Linger**, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNES my hand and official seal this 9 day of May, 1995.



JOHN CHARLES ARNOLD JR.
My Comm Exp. 4/29/97
Bonded By Service Ins
No. CC281508
X (Print Name) (Typed Name)

John Charles Arnold Jr.
Notary Public
State of Florida
My Commission Expires:

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TALLAHASSEE, FLORIDA