

995000046636

NANCY VICKERS
9826 SANDY RUN ROAD
JUPITER, FLORIDA 33478

May 5, 1995

Secretary of State
Department of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32301

RE: J & N Pet Grooming, Inc.

Dear Sir:

Please find enclosed one original and one copy of our Articles of Incorporation of the above company. Please file the original in your office and return to us one Certified Copy.

We are enclosing our check/money order in the amount of \$ 122.50 covering the following:

\$ 35.00 Filing fee
\$ 35.00 Certificated Designating Registered Agent
\$ 52.50 Certified Copy

Sincerely,

JUN 16 1995 BSB

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****122.50 ****122.50

Nancy Vickers

Enclosures

FILED
95 JUN 12 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
J & N PET GROOMING, INC.

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ARTICLE I
NAME

The name of this corporation is J & N PET GROOMING,
INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence, commencing
on the date of the filing of these Articles with the
Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business for which corporation
may be incorporated under Chapter 607, Florida Statutes, as
now exists or may after be amended.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 500 shares of
One Dollar (\$1.00) par value common stock which shall be
designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered principal office of the corporation is 9826 Sandy Run Rd., Jupiter, Florida 33478, and the name of the initial registered agent of this corporation is Nancy Vickers.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-laws. However, there shall never be less than one director or more than five. The names and addresses of the initial Board of Directors of this corporation are:

1. Nancy Vickers
9826 Sandy Run Rd.
Jupiter, Florida 33478
2. Jeanette Kressel
703 N. Willet
Jupiter, FL 33478

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator signing these articles is Nancy Vickers, 9826 Sandy Run Rd., Jupiter, Fl 33478.

ARTICLE IX

INDEMNIFICATION

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

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

ARTICLE XI

STOCK TRANSFERS--CORPORATION'S RIGHT OF FIRST REFUSAL

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares of purchase to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholders; shall be sent by registered or certified mail

to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of 90 days from the date of mailing. If the corporation fails or refuses within such 90 day period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his/her shares as he/she may deem fit. The president of the corporation is authorized to make any such purchase under this provision.

Each share Certificate issued by the corporation shall have printed or stamped thereon the following legend: "These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such articles is on file at the principal office of the corporation."

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation on this 5TH day of May, 1995.


Nancy Vickers

STATE OF FLORIDIA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Nancy Vickers, who is personally known to me, the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed

those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal
in the State and County above, this 5th day of May, 1995.



DONNA L. FITZGERALD
My Commission C0380313
Expires Apr. 27, 1998
Bonded by HAI
800-422-1656

Donna L. Fitzgerald
Notary Public

My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida
Statutes, the following is submitted:

First, that Nancy Vickers desiring to organize
with its principal place of business located at 9826 Sandy
Run Rd., Jupiter, Fl 33478 has named Donna Fitzgerald
as its agent to accept service of process within Florida.

DATED: May 5th, 1995

Nancy Vickers
Nancy Vickers, President

Having been named to accept service of process for the
above named corporation, at the place of 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 performance of my duties.

Nancy Vickers
Nancy Vickers, Registered
Agent