

P95000052959

ROBERT C. HILL, JR.  
Attorney at Law  
P.O. Box 1086  
2431-33 First Street  
Fort Myers FL 33902  
(813) 332-2996

June 30, 1995

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

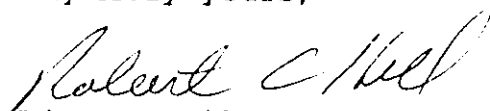
4000001520854  
07/03/95--01054--017  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Pet Equipment Unlimited, Inc.

Dear Sir/Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent for service of process, of the above-referenced corporation, together with my trust check in the amount of \$122.50.


Very truly yours,

  
Robert C. Hill, Jr.

RCH:mlr

Enclosures

4000001520854  
07/03/95--01054--017  
\*\*\*\*122.50 \*\*\*\*122.50

7/11/95  


ARTICLES OF INCORPORATION  
OF  
PET EQUIPMENT UNLIMITED, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act does hereby adopt the following Articles of Incorporation.

ARTICLE I-NAME

The name of the corporation shall be, PET EQUIPMENT UNLIMITED, INC.

ARTICLE II-PRINCIPAL OFFICE

The principal office of PET EQUIPMENT UNLIMITED, INC. shall be 5660 Bayshore Road, Unit 48, North Fort Myers, Florida 33917.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "COMMON SHARES". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### ARTICLE VI-TERM

This corporation shall commence its existence upon filing Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE VII-PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VIII-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5660 Bayshore Road, Unit 48, North Fort Myers, Florida 33917 and the name of the initial registered agent of this corporation is GUNDER A. ENGLAND, JR.

#### ARTICLE IX-INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially with the exact number of directors to be specified by the shareholder from time to time unless the shareholder shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial directors of this corporation is,

GUNDER A. ENGLAND, JR., Chairman of the Board  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

JEROLD S. BAKELMAN, President  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

GUNDER A. ENGLAND, JR., Vice-President  
5660 Bayshore Road, Unit #48  
North Fo  
Fort Myers, Florida 33917

LAURIE ENGLAND, Secretary  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

ELDORA BAKELMAN, Treasurer  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

#### ARTICLE X-INCORPORATOR

The names and addresses of the persons signing these articles are:

JEROLD S. BAKELMAN, President  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

GUNDER A. ENGLAND, JR., Vice-President  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

#### ARTICLE XI-INITIAL SUBSCRIBERS

The name and initial post office address of the initial subscriber of this certificate of incorporation and the number of shares of the capital stock of this corporation subscribed by the said subscribers of these Articles of Incorporation are as follows:

JEROLD S. BAKELMAN - 50 Shares  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

GUNDER A. ENGLAND, JR. 50 Shares  
5660 Bayshore Road, Unit #48  
North Fort Myers, Florida 33917

#### ARTICLE XII-INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law, either now existing or hereafter enacted.

#### ARTICLE XIII

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation.

Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is that is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

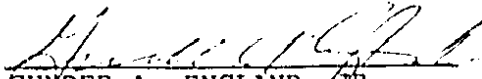
#### ARTICLE XIV


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

ARTICLE XV

The initial subscriber is empowered to carry out all financial transactions of the corporation and the corporation is authorized to pay health care costs of all executives.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 23<sup>rd</sup> day of June, 1995.

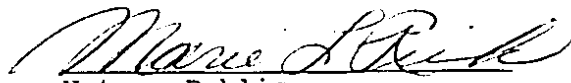
  
GUNDER A. ENGLAND, JR.  
Subscriber

  
JEROLD S. BAKELMAN  
Subscriber

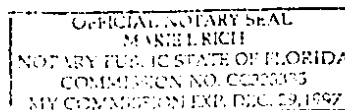
STATE OF FLORDIA     )  
COUNTY OF LEE        )

BEFORE ME the undersigned authority personally appeared, GUNDER A. ENGLAND, JR., known by me to be the person who executed the foregoing Articles of Incorporation or who has produced G-534 281-45 093 C as identification and has acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand this 23<sup>rd</sup> day of June, 1995, in the State and County aforesaid.

  
Notary Public  
Print Name: Marie L. Rich  
Commission No: \_\_\_\_\_

My Commission Expires:



STATE OF FLORIDA     )  
COUNTY OF LEE        )

BEFORE ME the undersigned authority personally appeared,  
JEROLD S. BAKELMAN, known by me to be the person who executed the  
foregoing Articles of Incorporation or who has produced  
B 245 439 66 06 5 0 as identification and has  
acknowledged before me that he executed these Articles of  
Incorporation.

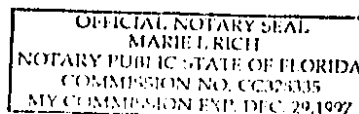
IN WITNESS WHEREOF, I have hereunto set my hand this 20<sup>th</sup> day  
of June, 1995, in the State and County aforesaid.

  
Notary Public

Print Name: Marie L. Rich

Commission No: \_\_\_\_\_

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**

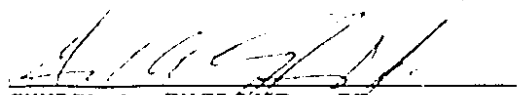
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

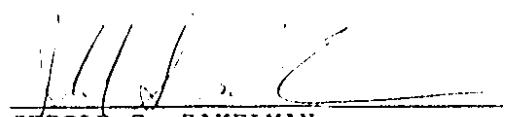
PET EQUIPMENT UNLIMITED, INC. A FLORIDA CORPORATION, DESIRING  
TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH  
ITS PRINCIPAL PLACE OF BUSINESS IN LEE COUNTY, STATE OF FLORIDA,  
HAS NAMED GUNDER A. ENGLAND, JR.

AT: 5660 BAYSHORE ROAD, UNIT #48  
NORTH FORT MYERS, FL 33917

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

DATED this 23<sup>rd</sup> day of June, 1995.

  
GUNDER A. ENGLAND, JR.  
Chairman of the Board  
Vice-President

  
JEROLD S. BAKELMAN  
President

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.

DATED this 23<sup>rd</sup> day of June, 1995.

  
GUNDER A. ENGLAND, JR.



CR2E031(10/02)

**ARTICLES OF DISSOLUTION  
OF  
PET EQUIPMENT UNLIMITED, INC.**


FILED  
95 DEC 27 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1403, Florida Statutes, this corporation adopts the following articles of dissolution:

- FIRST:** The name and address of this corporation is **PET EQUIPMENT UNLIMITED, INC.**, 5660 Bayshore Road, Unit 48, North Fort Myers, Florida 33917.
- SECOND:** The date of the adoption of these Articles of Dissolution is the 13 December 1996.
- THIRD:** The dissolution of the corporation was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
- FOURTH:** The Articles of Dissolution shall be effective upon the filing with the Secretary of State of Florida.

Signed this 13 December 1996.

PET EQUIPMENT UNLIMITED, INC.

By:  President  
Jerold S. Bakelman, President

ARTDIS



343 ALMERIA AVENUE • CORAL GABLES, FL. 33134 • (305) 445-2700 • (800) 603-3900 • FACSIMILE (305) 447-8900  
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL. 33114-4479