

1201 HAYS STREET
JALAHU, FL 33421
(813) 22-9171
(813) 22-0300 FAX

800-342-8086

CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000542

REFERENCE : 650434 AUG 34A

AUTHORIZATION :

COST LIMIT : \$ 1.00

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-07/20/95 -01057--010
****122.50 ****122.50

ORDER DATE : July 29, 1995

ORDER TIME : 2:05 PM

ORDER NO. : 650434

CUSTOMER NO: 62634A

CUSTOMER: Michael R. Rorm, Esq
MICHAEL R. RORM, PA

Santa Barbara Plaza
2180 S.W. 9th Street
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: THE BARK & SPIEL GROUP, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

152225
567

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 AUG - 1 PM 3:41

FILED

T. BROWN AUG - 1 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 31, 1995

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: THE BARK & SPIEL GROUP, INC.
Ref. Number: W95000015289

We have received your document for THE BARK & SPIEL GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

On the Certificate of Registered Agent, the corporate name should be listed where the incorporators names are listed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 895A00036031

ARTICLES OF INCORPORATION
OF
THE BARK & SPIEL GROUP, INC.

FILED
95 AUG -1 PM 3:41
RECORDING CLERK
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is **THE BARK & SPIEL GROUP, INC.**

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00), par value common stock as follows:

BETSY A. ZISKIND	50 SHARES
KELLY A. SKIDMORE	50 SHARES

ARTICLE V
PRE-EMPTIVE RIGHTS

Each Shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; and

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants, or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

ARTICLE VI
BUSINESS ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The initial address of the business of the Corporation shall be: **5141 Arbor Glen Circle, Lake Worth, Florida 33463**; The principal place of business of the corporation shall be **PALM BEACH COUNTY, Florida**.

ARTICLE VII
INITIAL REGISTERED AGENT AND OFFICE OF THE REGISTERED AGENT

The initial registered agent of this corporation is **MICHAEL R. ROMM** and the address of the initial registered agent of this corporation at that address is **2189 SOUTHEAST 9TH STREET, POMPANO BEACH, FLORIDA 33062**.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The name and address of the directors and officers of this corporation are:

PRESIDENT/DIRECTOR
KELLY A. SKIDMORE
620 Juneberry Court
Boca Raton, Florida 33486

VICE PRESIDENT/DIRECTOR
BETSY A. ZISKIND
5141 Arbor Glen Circle
Lake Worth, Florida 33463

ARTICLE IX - INCORPORATORS

The name and address of the persons signing these Articles is
KELLY A. SKIDMORE, 620 Juneberry Court, Boca Raton, FL 33486
BETSY A. ZISKIND, 5141 Arbor Glen Circle, Lake Worth, Florida 33463

ARTICLE X
INDEMNIFICATION

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

ARTICLE XI
AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 27 day of July, 1995.

Kelly A. Skidmore
KELLY A. SKIDMORE
Betsy A. Ziskind
BETSY A. ZISKIND

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KELLY A. SKIDMORE, having produced identification in the form of Florida Driver's License and BETSY A.

ZISKIND, having produced identification in the form of

FLORIDA DRIVER'S LICENSE otherwise known to me to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27 day of July, 1995.



JULIE WEAVER
My Commission CC368400
Expires Oct. 23, 1997

Julie Weaver
NOTARY PUBLIC

My Commission Expires:

CERTIFICATE OF REGISTERED AGENT

This is a certificate designating place of business or domicile for the service of process within florida and naming agent upon whom process may be served.

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

First, that **THE BARK & SPIEL GROUP, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at **5141 Arbor Glen Circle, Lake Worth, Florida 33463** have named **MICHAEL ROMM, ESQUIRE, MICHAEL R. ROMM, P.A. 2189 SOUTHEAST 9TH STREET, POMPANO BEACH, FLORIDA** as its agent to accept service of process within Florida.

SIGNATURES: *Julie Weaver* *Michael Romm*

DATE: 7/27/95

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.

SIGNATURE *Michael Romm*

DATE 7-27-95