

P 95000063458

## Borghetti & Valenty

The summit Building - 13575 58th St. N. Box 188 • Clearwater, FL 34620 •  
(813) 538-7720 / (813) 536-7877 • Fax: 531-0903

August 11, 1995

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

Dear Sirs/Ladies:

Enclosed please find two copies of the Articles of Incorporation of ALPHAPETS, INC., a Certificate Designating Place of Business or Domicil for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served, and a check made payable to the Secretary of State in the amount of \$131.25.

Please send the Certified copy of the Articles, the Certificate of Incorporation, and a Certificate of Status to:

ANNE F. BORGHETTI, Esq.  
13575 58th St. N.  
Box 188  
Clearwater, FL 34620-3721

100001553991  
-08/15/95--01036--004  
\*\*\*\*131.25 \*\*\*\*131.25

If there are any questions, or problems please do not hesitate to contact me.

Very truly yours,

*Anne F. Borghetti*  
ANNE F. BORGHETTI

jv/AFB  
Enclosures

SN  
8/16/95

FILED  
55 AUG 14 PM 3:25  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ALPHAPETS, INC.

FILED  
35 AUG 14 PM 3:25  
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation is **ALPHAPETS, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal office of the Corporation is at 4040 44th Avenue North, St. Petersburg, Florida 33714.

ARTICLE III DURATION

The Corporation shall have perpetual existence.

ARTICLE IV PURPOSES

The purpose for which this Corporation is organized is to engage in any and all lawful business.

ARTICLE V POWERS

The Corporation may exercise any powers, without limitation whatsoever, which a corporation may legally exercise under the laws of the state of Florida where this Corporation is formed. In addition, the Corporation shall have the following specific powers:

(A) To elect or appoint officers and agents of the Corporation and to fix their compensation;

(B) To act as an agent for any individual, association, partnership, corporation or other legal entity;

(C) To receive, acquire, hold, exercise rights arising out of the ownership or possession thereof, sell, or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations, or governments;

(D) To receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of

the Corporation;

(E) To make gifts or contributions for the public welfare or for charitable, scientific or educational purposes.

#### **ARTICLE VI CAPITAL STOCK**

Section 1. Authorized Shares. The total number of shares which this Corporation is authorized to issue is Seventy-five Thousand (75,000). The par value of each share of stock is one tenth (10¢) dollar.

Section 2. Pre-emptive rights. Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

#### **ARTICLE VII COMMENCEMENT OF BUSINESS**

The minimum amount of capital with which the Corporation will commence business is seven hundred- fifty (\$750.00) dollars.

#### **ARTICLE VIII BOARD OF DIRECTORS**

This Corporation shall have two (4) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE IX INITIAL DIRECTORS**

The name and address of the initial directors of this Corporation are:

Dennis C. Moore, III  
4040 44th Avenue N.  
St. Petersburg, Fl 33714

William M. Morris, Jr.  
8661 Cer Chateau Rae  
Seminole, Fl 34647

Robin L. Moore  
4040 44th Avenue N.  
St. Petersburg, Fl 33714

Robin J. Morris  
8661 Cer Chateau Rae  
Seminole, Fl 34647

The persons named as the initial directors shall hold office for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first.

#### ARTICLE X INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as Incorporator is:

Dennis C. Moore, III  
4040 44th Avenue North  
St. Petersburg, FL 33714

#### ARTICLE XI INTERESTED DIRECTORS

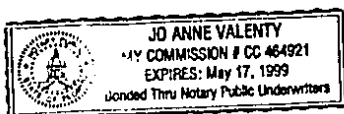
No contract or transaction between this Corporation and any of its directors, or between this Corporation and any other corporation, firm, association, or other legal entity shall be invalidated by reason of the fact that the director of the Corporation has a direct or indirect interest, pecuniary or otherwise, in such corporation, firm, association, or legal entity, or because the interested director was present at the meeting of the Board of Directors which acted upon or in reference to such contract or transaction, or because they participated in such action, provided that the interest of each such director shall have been disclosed to or known by the Board and a disinterested majority of the Board shall have nonetheless ratified and approved such contract or transaction. Such interested director or directors may be counted in determining whether a quorum is present for the meeting at which such ratification or approval is given. If the vote of such interested director or directors, is, or was, necessary for the approval of such contract or transaction, then such contract or transaction shall, with disclosure of the director's or directors' interest, be submitted for the approval of or ratification by the stockholders.

IN WITNESS WHEREOF, the undersigned, as incorporator has executed the foregoing Articles of Incorporation on this 11th day of August, 1995.

Dennis C. Moore, III  
DENNIS C. MOORE, III

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was sworn (or affirmed) and subscribed before me this 11th day of August, 1995, by Dennis C. Moore, III, who is personally known to me or who has produced Personally Known as identification and who did not take an oath.



Jo Anne Valenty  
Notary Public - Jo Anne Valenty  
Commission # CC 464921  
Expires - May 17, 1999

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **ALPHAPETS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 4040 44th Avenue North, St. Petersburg, Florida 33714, Pinellas County, State of Florida, has named Dennis C. Moore, III, located at 4040 44th Avenue North, St. Petersburg, Florida 33714, Pinellas County, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
DENNIS C. MOORE, III  
Registered Agent

**FILED**  
05 AUG 14 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.  
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT  
CORPORATION  
ANNUAL REPORT

1996

DOCUMENT # P95000063458 (0)

ALPHAPETS, INC.



FLORIDA DEPARTMENT OF STATE  
Sandra H. Matham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED

26 DEC 18 PM 2:22

RECEIVED STATE



REINSTATEMENT

1. Principal Place of Business		Mailing Address	
4040 44TH AVE. N. ST. PETERSBURG FL 33714		4040 44TH AVE. N. ST. PETERSBURG FL 33714	
2. Principal Place of Business		2a. Mailing Address	
21 State, Apt. #, etc.		26 State, Apt. #, etc.	
22 City & State		27 City & State	
23 Zip		28 Zip	
24 Country		29 Country	
9. Name and Address of Current Registered Agent			
MOORE, III, DENNIS C 4040 44TH AVE. N. ST. PETERSBURG FL 33714			
10. Name and Address of New Registered Agent			
81 Name			
82 Street Address (P.O. Box Number is Not Acceptable)			
83			
84 City			
FL 85 Zip Code			
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE <i>DC Moore</i> DATE 12/10/96			
12. OFFICERS AND DIRECTORS (Print Registered Agent's signature required when remaining)			
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
11 TITLE		12 NAME	
13 STREET ADDRESS		14 CITY-ST-ZIP	
21 TITLE		22 NAME	
23 STREET ADDRESS		24 CITY-ST-ZIP	
31 TITLE		32 NAME	
33 STREET ADDRESS		34 CITY-ST-ZIP	
41 TITLE		42 NAME	
43 STREET ADDRESS		44 CITY-ST-ZIP	
51 TITLE		52 NAME	
53 STREET ADDRESS		54 CITY-ST-ZIP	
61 TITLE		62 NAME	
63 STREET ADDRESS		64 CITY-ST-ZIP	
14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.			
SIGNATURE: <i>DC Moore</i> DATE 12/10/96 (813) 527-7387			

CR2E034 (3-96)