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PONDER'S INC. THOMASVILLE, GA

TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Past Due Amounts

Past 30 Days, 18% per Annum.

THANK YOU

from

Your Capital Connection

ARTICLES OF INCORPORATION

FIRST: The name of this corporation is:

ROB'S DOG HOUSE, INC.

SECOND: This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

THIRD: This corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.

FOURTH: The name and address of the initial registered agent of this corporation is: William B. Spottswood whose mailing address is 500 Fleming Street, Key West, Florida 33040.

The names and addresses of the initial directors are:
Robert S. Kolodzej, Sr. whose address is RR 1, Box 3530,
Rutland, Vermont 05701 and Robert S. Kolodzej, Jr. whose
address is 20721 Second Avenue, West, Cudjoe Key, Florida
33042. The number of directors may be increased or
decreased from time to time as provided in the By-laws
but shall never be less than one.

<u>SIXTH:</u> The name and address of the incorporator of this corporation is: Robert S. Kolodzej, Jr. whose address is 20721 Second Avenue, West, Cudjoe Key, Florida 33040.

SEVENTH: This corporation shall indemnify its officer, directors, employees and agents to the full extent permitted by law.

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

NINTH: The principal address of the corporation is 20721 Second Avenue, West, Key West, Florida 33040.

IN WITNESS WHEREOF, the undersigned subscriber has executed Articles of Incorporation this ______ day of , 1995. Incorporator: ROBERT S. KOLODZEJ JB. STATE OF FLORIDA COUNTY OF MONROE MELINDA ROBERTS NOTARY RUBLIC OFFICIAL NOTARY SEAT MELINDA ROBERTS My Commission Expires: NOTARY I'L BLIC STATE OF FLORIDA COMMISSION NO. CC230763 MY COMMISSION EXP SEPT 26,1996 ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation SPOTTSWOOD