

P46000001774

SONSHINE PETS, INC.
3232 GULF BREEZE PARKWAY
GULF BREEZE, FL 32561

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-01/02/96--01121--016
****122.50 ****122.50

December 31, 1995


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

Re: Filing of Articles of Incorporation
Sonshine Pets, Inc.

Dear Sir or Madam:

We are incorporating our business effective for 1996 year and wish to file our Articles of Incorporation with the Secretary of State. Enclosed are Articles of Incorporation and a check in the amount of \$122.50 for filing fees and certification copy.

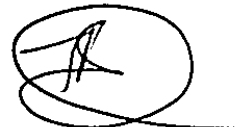
Thank you for your assistance.


Frederick J. Newcombe
Incorporator

Enclosure

FILED
56 JAN -2 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/8/96



**ARTICLES OF INCORPORATION
OF
SONSHINE PETS, INC.**

FILED
26 JAN - 2 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of the corporation shall be **SONSHINE PETS, INC.**

ARTICLE II.

DURATION

The duration of the corporation shall be perpetual and its existence shall commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PURPOSE

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

ARTICLE IV.

CAPITAL STOCK

The corporation is authorized to issue **TEN THOUSAND (10,000)** shares of One Dollar (\$1.00) par value common stock.

ARTICLE V.

PRINCIPAL OFFICE AND MAILING ADDRESS **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The principal place of business and the mailing address of the corporation is 3232 Gulf Breeze Parkway, Gulf Breeze, Florida 32561. The street address of the initial registered office of the corporation is 3232 Gulf Breeze Parkway, Gulf Breeze, Florida 32561, and the initial registered agent at such address is Frederick J. Newcombe.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. Officers shall be nominated and elected by the initial directors. The initial directors and officers shall serve until the next annual meeting of the corporation. The election of officers and directors shall take place at the regular annual meeting of the board of directors. Officers and directors shall be elected for a term of one year. Officers shall be elected in the manner as set forth in Article IV of the Bylaws of this corporation.

The following persons are designated to act as directors for the first year of corporate existence or until their respective successors shall be duly qualified:

Name and Address	Office
Frederick J. Newcombe 551 S. 1st. Street Pensacola, FL 32507	President & Director
Brenda K. Newcombe 551 S. 1st. Street Pensacola, FL 32507	Secretary/Treasurer & Director

ARTICLE VII.

INCORPORATOR

The names and addresses of the incorporators are:


Name	Address
Frederick J. Newcombe	551 S. 1st St. Pensacola, FL 32507

STATE OF FLORIDA
COUNTY OF SANTA ROSA

FILED
96 JAN -2 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before the subscriber personally appeared **FREDERICK J. NEWCOMBE** personally known to me or who produced a driver's license as identification and who executed the foregoing Articles of Incorporation and acknowledged before me under oath that he executed the same for the uses and purposes therein set forth.

Given under my hand and official seal this 29th day of December, 1995.



Notary Public
JOANNE B. PARKER
My Commission expires 10-17-99
No. CC500463

JOANNE B. PARKER
Notary Public, State of Florida
My comm. expires Oct. 17, 1999
No. CC500463

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept the service of process for the above-stated corporation, at the place designated in the Articles of Incorporation, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of law relative to keeping open said office. I am familiar with and accept the obligations of my position as registered agent.

Dated this 29 day of December, 1995.

By: 

FREDERICK J. NEWCOMBE