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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DISTINCTIVE DOGS, INC.

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**ARTICLES OF INCORPORATION
OF
DISTINCTIVE DOGS, INC.**

The undersigned subscribed to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **DISTINCTIVE DOGS, INC.**

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall be January 30, 1996.

ARTICLE III

NATURE OF BUSINESS

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

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 10,000 shares of common stock of a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one (1) vote per share and there shall be no cumulative voting.

Articles prepared by:

John O. Sunon, Esq.
2655 LeJeune Road, PH-II
Coral Gables, FL 33134
(305) 448-1295
F.B.N.: 245380

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ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 2655 LeJeune Road, PH-II, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is John O. Sutton, P.A.

ARTICLE VI

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 817 North Federal Highway, Boca Raton, Florida 33432.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The name and address of the initial director is as follows:

Donna Morrison
817 North Federal Highway
Boca Raton, Florida 33432

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator subscribing to these Articles of Incorporation is: John O. Sutton, 2655 LeJeune Road, Penthouse II, Coral Gables, Florida 33134.

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ARTICLE IX

INDEMNIFICATION


The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of January, 1996.



John O. Sutton
Incorporator

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me on January _____, 1996, by John O. Sutton. He (check one) _____ is personally known to me or _____ has produced _____ as identification and did not take an oath.

Name:

Notary Public

My commission expires:

(Seal)

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**CERTIFICATE OF REGISTERED AGENT
OF
DISTINCTIVE DOGS, INC.**

Pursuant to Sections 607.0501 and 607.0505 of the Florida Statutes, the following is submitted in compliance therewith:

That DISTINCTIVE DOGS, INC., desiring to organize under the laws of the State of Florida with its principal office in 817 North Federal Highway, Boca Raton, Florida 33432 has named John O. Sutton, P.A., 2655 LeJeune Road, Penthouse II, Coral Gables, County of Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, including the obligations provided in Florida Statutes Section 607.0505.

Dated this 30th day of January, 1996.

JAMERSON, SUTTON & SURLAS

By: _____

John O. Sutton, P.A.

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