

P96000009597

ROBERT H. GREGORY
ATTORNEY AT LAW
901 PALACE DE LEON BOULEVARD
10th FLOOR-PENTHOUSE SUITE
CORAL GABLES, FLORIDA 33134-3009

ROBERT H. GREGORY
WILLIAM E. GREGORY

January 26, 1996

Secretary Of State, Florida
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Bow Wow Bakery For Dogs, Inc.

Dear Secretary Of State:

Enclosed please find check number 768 in the amount of \$122.50 payable to the Secretary of State for the incorporation of BOW WOW BAKERY FOR DOGS, INC.. This check is to cover the filing fee, Certificate Designating Registered Agent, charter tax and certified copy of the charter documents. Also enclosed is the original and one copy of the Articles Of Incorporation and Certificate Of Designating Place Of Business Or Domicile For The Service Of Process Within This State, Naming Agent Upon Whom Process May Be Served along with the enclosed self-addressed, stamped envelope for your convenience in forwarding the certified copies of the requisite documents.

As my client is very eager to secure the name of BOW WOW BAKERY FOR DOGS, INC. for her business, time is of the essence and consequently, I would appreciate your immediate attention to this matter. If you have any questions with regard to this, please do not hesitate to contact me.

Very truly yours,

William E. Gregory

WILLIAM E. GREGORY, ESQ.

WEG: mt

encl.

cc: Deborah Lubinsky

1/30/96
(Signature)

000001700450
-01/29/96--01069--014
***122.50 ***122.50

TELEPHONE
(305) 446-5144
JAN 29 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

BOW WOW BAKERY FOR DOGS, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, do hereby form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is BOW WOW BAKERY FOR DOGS, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles of Incorporation with the Florida Department of State in Tallahassee, Florida.

ARTICLE III

PURPOSE

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

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 3036 Center Street, Coconut Grove, Florida 33133. The name of the registered agent of this corporation is: DEBORAH LUBINSKY. The principal office of the corporation is the same as the registered office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws of this corporation, but shall never be less than one. The names and address of the initial directors of this corporation are as follows:

DEBORAH LUBINSKY
3036 Center Street
Coconut Grove, FL 33133

DAWN LUBINSKY
7360 S.W. 141st Terrace
Miami, FL 33158

ARTICLE VII

INCORPORATORS

The names and address of the persons signing these articles are:

DEBORAH LUBINSKY
3036 Center Street
Coconut Grove, FL 33133

DAWN LUBINSKY
7360 S.W. 141st Terrace
Miami, FL 33158

ARTICLE VIII

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors.

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 provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscribers and Incorporators have executed these Articles of Incorporation at Miami, Dade County, Florida, for the use and purposes aforesated on this 4th day of October, 1995.

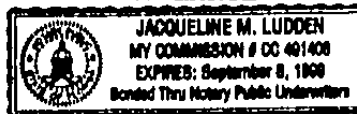
Deborah Lubinsky
DEBORAH LUBINSKY

Dawn Lubinsky
DAWN LUBINSKY

SWORN TO AND SUBSCRIBED before me on this 4th day of October, 1995.

Jacqueline M. Ludden
NOTARY PUBLIC - STATE OF FLORIDA AT LARGE

My commission expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, BOW WOW BAKERY FOR DOGS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Miami, County of Dade, State of Florida, has named DEBORAH LUBINSKY located at 3036 Center Street, Coconut Grove, Florida 33133, County of Dade, State of Florida, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT;

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

BY: Deborah Lubinsky
DEBORAH LUBINSKY
Registered Agent