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FILED

Brian K. Dickhaus, C.R.A.

96 OCT 28 PM 3:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 6, 1996

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

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*****70.00 *****70.00

W96-18263
502

Re: Man's Best Friend, Inc.

Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation for Man's Best Friend, Inc.. Also enclosed please find a check in the amount of \$70.00 which represents the filing fee.

Please return one of the enclosed copies of the articles to me with the filing date stamped on it.

Should you have any questions, please contact me at (813) 577-4884.

Very truly yours,



Brian K. Dickhaus
Certified Public Accountant

**
10/29/96

813-577-4884

9620 Executive Center Drive N • Suite 103 • St Petersburg, FL 33702



FLORIDA DEPARTMENT OF STATE
Sandra B. Martham
Secretary of State

August 30, 1996

BRIAN K. DICKHAUS
9620 EXECUTIVE CENTER DRIVE N.
SUITE 103
ST. PETERSBURG, FL 33702

SUBJECT: MAN'S BEST FRIEND, INC.
Ref. Number: W96000018263

We have received your document for MAN'S BEST FRIEND, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 696A00041021



Brian K. Dickhaus, C.P.A.

October 22, 1996

Ms. Kathy Hyman, Document Specialist
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Man's Best Friend Boarding Kennel, Inc.

Dear Ms. Hyman:

As accountant for the above referenced corporation, I have been asked to respond to the attached notice concerning name availability. Enclosed please find an original and one (1) copy of the revised articles of incorporation for Man's Best Friend Boarding Kennel, Inc. I checked on name availability recently and the name was available. This should enable the corporation to be established.

Please return one of the enclosed copies of the articles to me with the filing date stamped on it.

Should you have any questions, please contact me at (813) 577-4884.

Very truly yours,

Brian K. Dickhaus
Certified Public Accountant

813-577-4884

9620 Executive Center Drive N • Suite 103 • St Petersburg, FL 33702

ARTICLES OF INCORPORATION OF
Man's Best Friend Boarding Kennel, Inc.

ARTICLE 1

Name

The name of this Corporation is:

Man's Best Friend Boarding Kennel, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be 2565 Haines Bayshore Road, Clearwater, Florida 34620.

ARTICLE 3

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 7,500 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of the corporation. The consideration for the issuance of said shares may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

ARTICLE 4

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 2565 Haines Bayshore Road, Clearwater, Florida 34620. The initial registered agent shall be Mr. Stephen Lukefahr. This corporation shall have the right to change such agent and such registered office from time to time, as provided by law.

ARTICLE 5

Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of one (1) member, such member to hold office until his successors have been duly elected and qualify. The name and street address of the initial director is:

Mr. Stephen Lukefahr
2565 Haines Bayshore Road
Clearwater, Florida 34620

ARTICLE 7

Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

Mr. Stephen Lukefahr
2565 Haines Bayshore Road
Clearwater, Florida 34620

ARTICLE 8

Purpose and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

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ARTICLE 9

By-Laws

SECRETARY, STATE
TALLAHASSEE, FLORIDA

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

ARTICLE 10

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

Steve Lukefahr

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Mr. Stephen Lukefahr, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 22 day of October, 1996

Steve Lukefahr