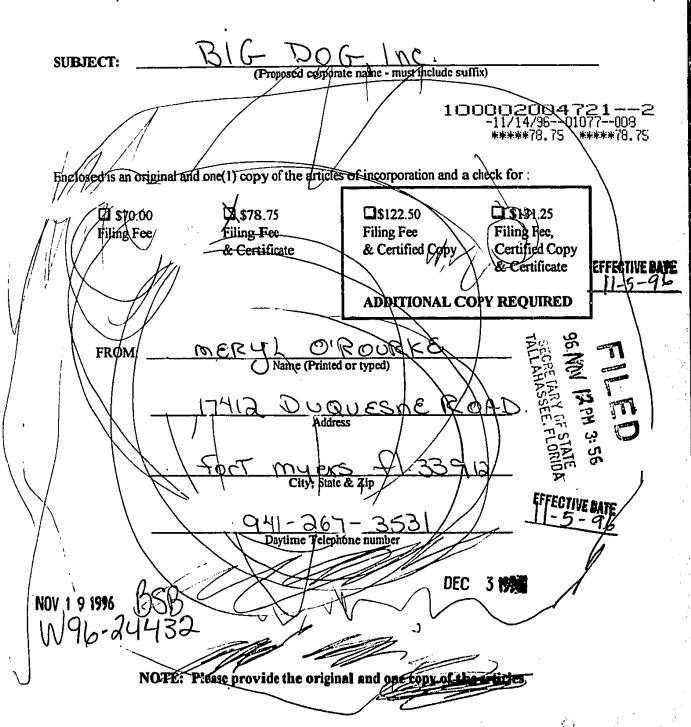


Defartment of State Division of Corporations P. O. Box 6327
Tallahassee, FL 32314





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 19, 1996

MERYL O'ROURKE 17412 DUQUESNE ROAD FORT MYERS, FL 33912

SUBJECT: BIG DOG, INC. Ref. Number: W96000024432

We have received your document for BIG DOG, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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) 487-6925.

Letter Number: 696A00052544

Brenda Baker Corporate Specialist

ARTICLES OF INCORPORATION

95 NOV 12 PM 3: 56

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Bus... Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Dog FACE By Dog, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. BOX 1216 ESTERO , \$1. 33928-1216

> ARTICLE III **SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time Additional Stock may by board meetings. be AuthorizED is:

INITIAL REGISTERED AGENT AND STREET ADDRESS ARTICLE IV

The name and address of the initial registered agent is:

meryl O'Rourke 17412 DUQUESIVE ROLD FT. myers, F1. 33912-2926

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are): OCHARIES D. O'ROURKE, JR. 17412 DUQUESNE Rd. FT. MYERS, F1. 33912 THERY! O'ROURKE 17413 DUQUESNE Rd. FT. MYERS, F1. 33913
ARTICLE VI - effective OAT E This corporation shall be effective $1/5 96$ ARTICLE VI - $FISCAL$ YEAR. The Corporate $FISCAL$ YEAR will run The Corporate $FISCAL$ YEAR will run The undersigned incorporator(s) has(have) executed these Articles of Incorporation this $\frac{G}{M}$ day of Novembex . 19 $\frac{96}{M}$. (An additional article must be added if an effective date is requested.)
MELL O'Rous DE Signature
Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	DOG TACE	THE SOLUTION OF THE SECOND OF
2. The name and address of the register	ered agent and office is:	PH 3: 56
mery	O'ROURKE (NAME)	ALL O
17412 (P.O. Box	OT Mail Drop Box NOT ACCEPTABLE)	
m. 77_	4622 - 11 33912-2926	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree 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.

MEUR (SIGNATURE) (DATE)