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12/11/96

FLORIDA DIVISION OF CORPORATION
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: WANDA'S "D" TAIL DOG GROOMING, INC.
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ace! INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571

Handwritten signature and date: 12/11/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1996

ACE INDUSTRIES

SUBJECT: WANDA'S "D" TAIL DOG GROOMING, INC.
REF: W96000026067

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The document is illegible and not acceptable for microfilming.

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

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Dana Calloway
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ARTICLES OF INCORPORATION
OF

WANDA'S "D" TAIL DOG GROOMING, INC.

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be:

Wanda's "D" Tail Dog Grooming, Inc.

ARTICLE II

CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual. Corporate existence shall begin upon filing of the Articles of Incorporation by the Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of ONE HUNDRED (100) shares of stock. The shares of stock shall be common stock having a par value of TEN (\$10.00) DOLLARS per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

H96-17364

PREPARED BY:
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-355-2671

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ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Wanda Borrego
1195 71st Street
Miami Beach, FL 33141

ARTICLE VI

DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this Corporation shall be:

Wanda Borrego
1195 71st Street
Miami Beach, FL 33141

The members of the First Board of Directors shall hold office until the first annual meeting of the stockholders of the Corporation.

ARTICLE VII

INCORPORATORS

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

Wanda Borrego
1195 71st Street
Miami Beach, FL 33141

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ARTICLE VIII

CORPORATION'S PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of Wanda's "D" Tail Dog Grooming, Inc. is as follows:

1195 71st Street
Miami Beach, FL 33141

The undersigned, being the original subscriber to these Articles of Incorporation, for the purposes of forming a corporation for profit and to do business both within and without the State of Florida, does hereby make, subscribe, acknowledge and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and accordingly, has hereunto set his hand and seal this day of October, 1996.

Wanda Borrego
WANDA BORREGO

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P. 60

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

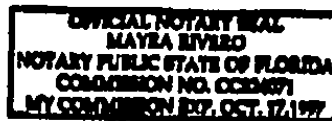
BE IT REMEMBERED that on this day, before me, a Notary Public duly authorized in the State of Florida, County of Dade, to take acknowledgements personally appeared, Wanda Barrera, to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami Beach, Dade County,
Florida this 18th day of November, 1996.

Wanda Borrego
WANDA BORREGO

Maury Livers
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



H96-17364

H96-17364

CERTIFICATE OF REGISTERED AGENT
OF

WANDA'S "D" TAIL DOG GROOMING, INC.

Pursuant to Chapter 607.34 of the Florida Statutes, the following is submitted in compliance with said Act:

That Wanda's "D" Tail Dog Grooming, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Miami Beach, County of Dade, State of Florida, has named Wanda Borrego located at 1195 71st Street, Miami Beach, FL 33141, County of Dade, State of Florida, as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

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

DATED this 18th day of November, 1996.

Wanda Borrego
WANDA BORREGO

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TALLAHASSEE, FLORIDA

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