

PA 200009920

State of Florida
Florida Department of
Division of Corporations
New Filing Section
PO Box 6327
Tallahassee, Florida 32314

January 18, 1997

Dear Friends,

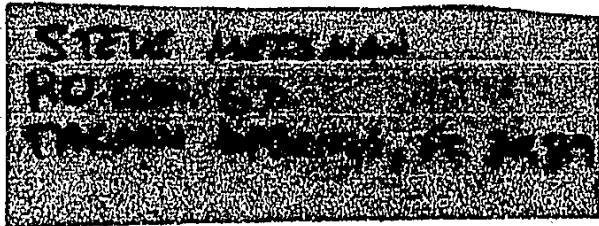
The documents enclosed with this letter are Articles of Incorporation and Registered Agent assignment for a new filling of a corporation called; Buck-L-eash inc

Please find a Money Order in the amount of \$ 122.50.

If there is anything we can do to assist you please call the following number, 813-938-9428.

Thank you in advance for your assistance in expediting this matter.

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Sincerely,

Stephen A. Meisman

Stephen A. Meisman
Registered Agent
1087 Island Avenue
Tarpon Springs, Florida 34689
County of Pinellas

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

Buck-L-eash inc.

2: We, the undersigned, natural persons being of lawful age, acting as incorporators organizing a corporation for profit under the Florida Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

Name; The corporate name and style shall be "Buck-L-eash inc." also referred to as the "Corporation" whose principal address is:
1087 N. Island Ave.
Tarpon Springs, Fl. 34689

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TALLAHASSEE FLORIDA

ARTICLE II

Duration; The period of duration of the Corporation shall be perpetual.

ARTICLE III

Purposes; The nature of the business and obligations and purposes to be transacted, promoted and carried on are to do any or all of the things herein mentioned, as fully and the same extent as natural persons might or could do, and in any part of the world, viz:

1. To conduct, engage in and carry on the general business of:

(a) Developing, manufacturing, purchasing or otherwise acquiring, owning, contracting for, investing, leasing, pledging, holding, using, exchanging, managing, selling, encumbering or otherwise disposing of and generally dealing with and trading in, upon any and all terms, as principal or agent, any and all types of animal restraint systems, of every kind and description including but not limited to copyrights, patents, rights to manufacture and other obligations and securities of corporations or other entities, whether in connection with or incident to or related to foregoing purpose or otherwise.

(b) Investing, on behalf of itself or others, in any form, any part of its capital and such additional sums as it may obtain, in any corporation, association, partnership, joint venture, entity, or business venture of any kind or character and otherwise acquiring an interest in any such business venture as the Board of Directors may from time to time deem convenient or proper, and actively engaging in, promoting, managing, and otherwise protecting and developing any investment or interest acquired, whether in connection with or incident to or related to the foregoing purposes or otherwise.

2. To do all and everything necessary, suitable, advisable, and convenient for the accomplishment of any of these purposes, or attainment of any of the objectives for the furtherance of any of the powers herein before set forth, either alone or in the association with other corporations, firms, partnerships, individuals, or other entities, and to do every other act or acts, thing or things, incidental or pertinent to or growing out of or connected with the aforesaid objectives and purposes and any part or parts thereof, which are not forbidden by the Florida Corporation Code, by any other law, or these Articles of Incorporation.

3. To carry out the purposes herein above set forth in any state, territory, district, possession, or other political subdivision of any foreign country to the extent that such purposes are not forbidden by the law of such state, territory, district, possession, dependent, or political subdivision of the United States of America, or by any such foreign country or any such territory, district, possession, or such political subdivision of any such foreign country.

4. The purposes specified herein shall be construed both as purposes and powers and shall be in nowise limited or restricted in use by reference to, or inference from the terms of any of the clauses in this or any other article, but the purposes and powers specified in the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any matter the meaning of general terms or of the general powers of the Corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature and expression.

5. To enter into, conduct and carry on any lawful business as an individual would be permitted to do.

6. To pay pensions and establish pensions plans, pension trust, profit sharing plans, stock bonus plans, stock option plans, provide medical service, life, sickness, accident, disability or unemployment insurance, education, housing, transportation, social and recreational services, and other similar aids and incentive plans and service for all or any of the Directors, Officer, and employees of the Corporation, or of any subsidiary thereof, wholly or partly at the expense of the Corporation.

7. The objectives specified herein shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms or any other clause or paragraph of these Articles of Incorporation.

ARTICLE IV

In furtherance of the **Purposes** set forth in Article III of these Articles of Incorporation shall have and may exercise all rights, powers, and privileges now or hereafter conferred upon corporations organized after and pursuant to the laws of the state of Florida, including but not limited to, the power to enter into general partnerships, limited partnerships (whether the Corporation be a limited or general partner) joint ventures, syndicates, pools, associations, and all other types of arrangements for carrying on one or more of the purposes set forth in Article III of these Articles of Incorporation. In addition, the Corporation may do everything necessary, suitable, or proper for the accomplishment of any of its corporate purposes.

ARTICLE V

Capitalization and Capital Stock

Authorized Shares. The aggregate number of shares which the Corporation shall have the authority to issue is 1000 shares of common stock at \$1.00 per share value.

Transfer Restrictions. The Corporation shall have the right by appropriate action to impose restrictions upon the transfer of any shares of its common stock, or any interest therein, from time to time issued. The Corporation shall retain 'First right of refusal' of any of its common stock. The existing share holders shall have 'Second right of refusal' and then the general public. All offers shall be made in writing with the Corporation being copied on all communications promptly. After The selling Shareholder has received his/her best price offer, the same offer must be offered as stated above i.e. first and second right of refusal.

Other Stock Restrictions. Buy - Sell Agreement; Any Shareholder may exercise a forced Buy - Sell privilege providing he/she has first offered their shares according to the restrictions above under "Transfer Restrictions". The Buy - Sell Agreement provides a method where a Shareholder can offer all-or-none of his/her shares in this Corporation at an established non-revocable price to another Shareholder. The offer is for a 90 day period. The other Shareholder becomes obligated to either purchase all shares owned by the offering first Shareholder at the established price or the second Shareholder is obligated to sell all of his/her shares at the established price to the first Shareholder. The first Shareholder is obligated to purchase all and pay for all of the second Shareholders' shares at the established price within 30 days following proper notification from the second Shareholder of his/her decision to not purchase the first Shareholders shares. All offers shall be made in writing

with the Corporation being copied on all communications promptly.

No Shareholder, except for the Corporation shall have the right to offer as collateral or pledge any portion of common stock.

Initial Capital. The initial capital of the Corporation shall not be less than \$600.00.

Cumulative Voting. The cumulative system of voting for Directors or for any other purpose shall not be allowed.

ARTICLE VI

Board of Directors. The exact number of Directors shall be fixed, and may be increased or decreased from time to time, in the manner provided for in the By-laws. No such decrease shall have the effect of shortening the term of any incumbent Director. Each Director shall hold office until the election and qualification of his/her successor or until the earlier resignation, death or removal from office.

All corporate powers shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors. The Board of Directors shall elect the Officers of the Corporation and assistant Officers as the Board of Directors may deem necessary and it shall determine their compensation. All such Officers shall have such rank, tenure or office powers by appropriate resolution.

ARTICLE VII

Initial Board of Directors. The Initial Board of Directors of the Corporation shall consist of three members, who need not be a Shareholder of the Corporation, and who shall serve as such Director until the first annual meeting of the stock holders or until their successors have been elected and qualified to wit:

*

Stephen A. Meisman
1087 Island Ave.
Tarpon Springs, Florida 34689

Karen A. Meisman
4911 48th Avenue North
St. Petersburg, Florida 33709

Richard L. Meisman
3229 Bluff Blvd
Holiday, Florida 34691

ARTICLE VIII

Indemnification; The Corporation shall indemnify every person who is serving or has served as a Director, Officer, employee, or an agent of the Corporation or at its request of any other corporation, partnership, joint venture, trust, or other enterprise performing in a fiduciary to the Corporation in the Corporation Act, subject to the limitation conditions of such indemnification set forth therein, which indemnification shall not affect other rights to which such person may be entitled. Indemnification by the Corporation shall cease at such time that a decision by a court of law orders that such present or past Director, Officer, employee, or agent is guilty of a crime associated to corporate responsibilities or functions or it is determined that he or she was acting outside a fiduciary to the Corporation.

ARTICLE IX

Transactions of the Corporation Directors and Officers.

1. **Corporation Transactions.** No contract or other transaction between the Corporation and any other person, firm, partnership, corporation, trust, joint venture, syndicate, or other entity shall be in any way be affected or invalidated solely by reason of the fact that any Director or Officer of the Corporation is pecuniary or otherwise interested in, or is a Director, Officer, Shareholder, employee, fiduciary, or member of such other entity, or solely by reason of the fact that any Director or Officer individually, or any entity in which any Director or Officer is in any way interested, may be a party to or may be interested in a contract or other transaction of the Corporation.

2. **Directors and Officers.** The Directors and Officers of the Corporation may conduct and engage in other businesses or activities or interests not involving the Corporation and shall be under no duty to reveal the nature or extent of such business activities or interests.

ARTICLE X

Registered Office. The address of the initial registered office of the Corporation is:
1087 N. Island Ave.
Tarpon Springs, Florida 34689.

Registered Agent; The name and address of the Initial Registered Agent of the Corporation is:
Stephen A. Meisman.

1087 N. Island Ave.
Tarpon Springs, Fl. 34689
(813) 938-9428

ARTICLE XI

Amendments. The Corporation reserves the right to amend, alter, change or repeal any provision contained herein, or to add any provision to, its Articles of Incorporation from time to time, in any manner now or hereafter prescribed or permitted by the Florida Corporations Code, and all rights and powers conferred upon Directors and Shareholders hereby are granted, subject to this reservation.

ARTICLE XII

Incorporators. The names and addresses of the incorporators are as follows:

Stephen A. Meisman
1087 Island Ave.
Tarpon Springs, Florida 34689

Michael P. Meisman
4911 48th Avenue North
St. Petersburg, Florida, 33709

Karen A. Meisman
4911 48th Avenue North
St. Petersburg, Florida, 33709

CERTIFICATION

IN WITNESS WHEREOF, we the undersigned, being all of the incorporators designated in Article XII of the annexed and foregoing Articles of Incorporation, do certify and have executed said Articles of Incorporation as of the 18th day of January, in the year of 1997.

Stephen A Meisman

Karen A. Meisman

Michael P. Meisman

Stephen A Meisman *Karen A Meisman* *Michael P Meisman*

STATE OF FLORIDA

SS.

COUNTY OF PINELLAS

*

Stephen A. Meisman and Michael P. Meisman are of lawful age, being the persons whose name are subscribed to the annexed and foregoing the Corporation Articles of Incorporation, appeared before me this 18th day of January, in the year of 1997, in person, and being by me first duly sworn, acknowledge that they signed said Articles of Incorporation of their free and voluntary act and deed for the uses and purposes therein set forth, and that the statements therein contained are true to their own knowledge and belief.

Michael Umberg

Notary Public



My Commission expires: _____

ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT
OF
Buck-L-eash, inc

The undersigned, Stephen A. Meisman, of Tarpon Springs, Florida, hereby accepts his appointment as Registered Agent for this corporation;

~~Boash~~^{uck}-L-eash inc.
1087 Island Avenue
Tarpon Springs, Florida 34689
Phone 813-938-9428



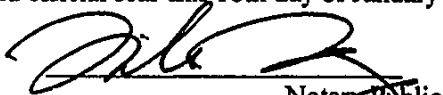
Stephen A. Meisman

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Florida
SS
County of Pinellas

Before me personally appeared Stephen A. Meisman to me well known and known to me as the person described here in and who executed the foregoing instrument freely and voluntarily.

WITNESS my hand and official seal this 18th day of January in the year of 1997.



Notary Public

State of Florida at Large
My commission expires: _____

