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

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-03/28/97--01086--014
*****70.00 *****70.00

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for Granny's
Critters, Inc. along with a money order in the amount of \$70.00
for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to
me with the filing date stamped on it.

Thank you,

Debbie Benoit

FILED
97 MAR 28 AM 11:19
TALLAHASSEE, FLORIDA

APR - 1 1997

Handwritten signature

Articles of Incorporation

Professional Association

97 MAR 28 11:11 AM
FILED
SEC
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1. The name of the corporation is: Granny's Critters, inc.
2. The purpose for which this corporation is organized is to own and operate a Retail Pet Business.
3. The principal place of business and mailing address of the corporation is:
3443 13th Street
St. Cloud, Florida 34769
4. The corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$.01.
5. The registered agent of the corporation is Debbie L. Benoit and the registered address is 1915 W. Clinton Drive St. Cloud
Florida 34769.
6. The initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows: Debbie L. Benoit 1915 W. Clinton Drive St. Cloud, FL 34769
Barry M. Benoit 1915 W. Clinton Drive St. Cloud, FL 34769

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

7. The incorporator of this corporation is Debbie L. Benoit whose address is 1915 W. Clinton Drive St. Cloud FL 34769

Dated 1-24-97

Debbie L. Benoit
Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated 1-24-97

Debbie L. Benoit
Registered Agent