

LAW OFFICE OF
MICHAEL S. MINOT
ATTORNEY AT LAW
COMMODORE PLAZA
319 RIVER EDGE BLVD., SUITE 218
COCOA, FLORIDA 32922

MICHAEL S. MINOT
TIMOTHY F. PICKLES

TELEPHONE: (904) 639-1300
TELECOPIER: (904) 639-1303

P97000031674
March 12, 1997

FILED
APR -7 PM 1:12
TALLAHASSEE, FLORIDA

Secretary of State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

500002119645--1
-03/20/97--01121--0105
****122.50 ****122.50

Attn: New Filings

RE: PET PROS, INC.

Dear Sir or Madam:

I have enclosed herewith the original and one copy of the Articles of Incorporation for the above referenced corporation.

I would request that you return a certified copy of the Articles of Incorporation along with the filing number in the envelope I have provided. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing.

Thank you for your attention to this matter. If you should have any questions please do not hesitate to contact me.

Very truly yours,


Michael S. Minot

MSM/jm

Enclosures

FORWARDED APR 8 1997

W 97 7070
115
797 15423



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 26, 1997

MICHAEL S MINOT ESQUIRE
319 RIVEREDGE BLVD STE 218
COCOA, FL 32922

SUBJECT: PET PROS, INC.
Ref. Number: W97000007070

FILED
97 APR -7 PM 1:12
TALLAHASSEE, FLORIDA

We have received your document for PET PROS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 797A00015423

ARTICLES OF INCORPORATION

OF

PET PROS, INC.

FILED
97 APR -7 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is PET PROS, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business legal under the laws of the State of Florida and of the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of capital stock of \$1.00 par value common stock.

ARTICLE V - MEMBERS

The qualification of members and the manner of their admission shall be as regulated by the bylaws.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1263 Sugar Maple Way, Rockledge, FL 32955, and the name of the initial registered agent of this corporation is Donald E. Dahlstrom with a mailing address of 1263 Sugar Maple Way, Rockledge, FL 32955.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of persons constituting the first board shall be four and their names and

addresses are as follows:

Keith Laufenberg
President

896 Pine Baugh
Rockledge, FL 32955

Kristine Dahlstrom
Vice President

1341 Estridge Drive
Rockledge, FL 32955

Kenneth Dahlstrom
Secretary

1032 Willa Lake Circle
Oviedo, FL 32765

Donald E. Dahlstrom
Treasurer

1263 Sugar Maple Way
Rockledge, FL 32955

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator to this corporation is as follows:

Donald E. Dahlstrom
Treasurer

1263 Sugar Maple Way
Rockledge, FL 32955

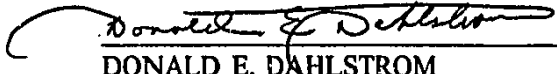
ARTICLE IX - MAILING ADDRESS

The mailing address of this corporation is 1263 Sugar Maple Way, Rockledge, FL 32955.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned hereby accepts and states that he is familiar with the duties of being a resident agent and has executed these Articles of Incorporation this 12 day of MARCH, 1997.


DONALD E. DAHLSTROM
Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared, DONALD E. DAHLSTROM, well known and known to me to be the Incorporator of this Articles of Incorporation, and he acknowledged to and before me that he executed the same for the purposes

therein expressed.

WITNESS my hand and official seal this 12 day of March, 1997.

Nichole Minot
Notary Public, State of Florida
My Commission Expires:



Nichole Minot
MY COMMISSION # CC563518 EXPIRES
June 18, 2000
BONDED TRULY TROY FARM INSURANCE, INC.

FILED
97 APR -7 PM 1:12
STATE OF FLORIDA
TALLAHASSEE, FLORIDA