

P91000039702

KAREN L. GROVE
829 Woodgate Trail
Longwood, FL 32750

April 29, 1997

Secretary of State
Division on Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: PET M.E., INC.

800002161758--6
-05/01/97--01056--006
****122.50 ****122.50

Gentlemen:

Enclosed please find the original Articles of Incorporation for **PET M.E., INC.**, along with one copy to be certified and returned to my office. Also enclosed please find my check number 3439 in the amount of \$122.50 for filing fees and a self-addressed stamped envelope for return of the certified copy.

Thank you for your assistance in this matter.

Sincerely,

Karen L. Grove
Karen L. Grove

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 AM 11:55

Doc 5/5

ARTICLES OF INCORPORATION
OF

PET M.E., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 AM 11:55

ARTICLE I - NAME

The name of this corporations is PET M.E., INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date these Articles of Incorporation are filed in the Office of the Secretary of State, State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated "Common Stock."

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratable among the holders of record of the Common Stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for case of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE,
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is:

829 Woodgate Trail
Longwood, FL 32750

The initial registered agent and her address is:

KAREN L. GROVE
829 Woodgate Trail
Longwood, FL 32750

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

KAREN L. GROVE
829 Woodgate Trail
Longwood, FL 32750

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

KAREN L. GROVE
829 Woodgate Trail
Longwood, FL 32750

ARTICLE IX - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE X - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under direction of, the shareholders of this corporation.

ARTICLE XI - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XII - MEETINGS BY CONFERENCE TELEPHONE

Shareholders and members of the Board of Directors may participate in special meetings by means of conference telephone as provided by law, but regular meetings must be attended in fact in person by each director and shareholder.

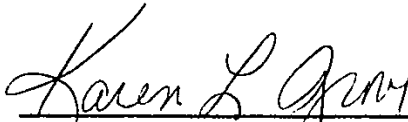
ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


ARTICLE XIV - 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 subscriber has executed these Articles of Incorporation, this 29 day of April, 1997.


KAREN L. GROVE
Initial Incorporator

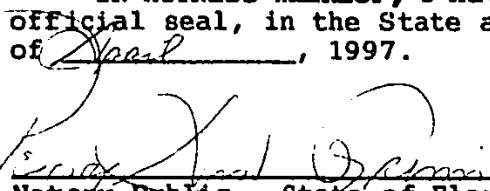
I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.


KAREN L. GROVE
Registered Agent

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KAREN L. GROVE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that they executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 29 day of April, 1997.


Notary Public - State of Florida
My Commission Expires:



PENNY ANN GRIMM
My Commission CC385837
Expires Jun. 22, 1998
Bonded by HAI
800-422-1555

**CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA AND NAMING THE REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 AM 11:55

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

FIRST -- That PET M.E., INC., desiring to qualify under the laws of the State of Florida, with its principal place of business located at 829 Woodgate Trail, in the City of Longwood, County of Seminole, State of Florida, has named KAREN L. GROVE, whose address is 829 Woodgate Trail, Longwood, FL 32750, as its agent to accept service of process within the State of Florida.

Dated: June 29, 1997.

BY: Karen L. Grove
KAREN L. GROVE, President

Having been named to accept service of process for the above stated corporation at the place designated above, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

BY: Karen L. Grove
**KAREN L. GROVE
Registered Agent**