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ADAM LAWRENCE BESSEN

Attorney at Law

2000 Glades Road - Suite 306

Boca Raton, Florida 33431

PHONE: (561) 392-0080
FAX: (561) 394-0202

May 17, 1997

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

Re: Articles of Incorporation
Pet Consultants, Inc.

Dear Corporate Filing Specialist:

Enclosed please find (1) original Articles of Incorporation and (1) copy along with the State filing fee of \$70.00. Please forward a stamped copy of the articles upon completion of filing.

Thank you for your assistance in this matter. Should you have any questions or need anything additional, please do not hesitate to contact me at the above noted address.

Very truly yours,



Adam L. Bessen
AB/jm
enclosure(s)

FILED
MAY 21 PM 2:42
TALLAHASSEE, FLORIDA

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MAY 22 1997

**ARTICLES OF INCORPORATION
OF
PET CONSULTANTS, INC.**

FILED
97 MAY 21 PM 3:12
TALLAHASSEE, FLORIDA

The undersigned does hereby associate himself into a corporation under chapter 607 of the laws of the State of Florida and does hereby certify as follows:

1. The name of the Corporation is **PET CONSULTANTS, INC.**, and the address of the principal office of this corporation shall be 1975 North Federal Highway, Boca Raton, Florida 33432. The mailing address of the corporation shall be the same.

2. The corporation shall have perpetual existence.

3. The general purpose or purposes for which the corporation is initially organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

4. The aggregate number of shares which the corporation shall have authority to issue is Five Hundred (500) shares of One (\$1.00) Dollars par value common stock.

5. The address of the initial registered agent of the corporation is 2000 Glades Road, Suite 306, Boca Raton, Florida 33431. The registered agent at that address is Adam L. Bessen.

6. The number of directors constituting the initial board of directors shall be one (1), and the name and address of the person who is to serve as director until the first meeting of shareholders or until his successor shall be elected and qualified is:

CHANIN E. HOLLAND

1975 N. Federal Highway
Boynton Beach, Florida 33436

7. The name and address of the incorporator is:

ADAM L. BESSEN

2000 Glades Road
Suite 306
Boca Raton, Florida 33431

8. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.

IN WITNESS WHEREOF, the undersigned has this 15 day of May, 1997 made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.


_____(SEAL)
ADAM L. BESSEN

ACCEPTANCE BY REGISTERED AGENT

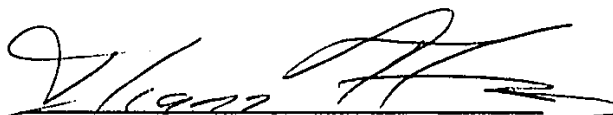


ADAM L. BESSEN

FILED
97 MAY 21 PM 2:42
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

I hereby certify that on this 15 day of May 1997 personally appeared ADAM L. BESSEN as registered agent of PET CONSULTANTS, INC., a Florida corporation, to me known to be the person described herein and who executed the foregoing instrument and acknowledged before me that he executed the foregoing instrument and acknowledged before me that he executed same.



NOTARY PUBLIC, State of Florida

My Commission Expires:

