

**Simonic, Green & Associates, Inc.**  
**Certified Public Accountants**

8280-8 Princeton Square Blvd., West  
Jacksonville, Florida 32256  
(904) 443-6346

P97000048495

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

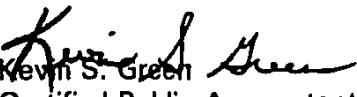
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-05/30/97-0102-002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: LOVERS OF PETS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for in the amount of \$70.00 to cover the filing fee.

We would like to take this opportunity to thank you in advance for the expedient processing of these Articles of Incorporation.

Cordially,

  
Kevin S. Green  
Certified Public Accountant

KSG/gs  
enclosures

97 MAY 30 AM 10: 03  
FILED  
FLORIDA STATE  
TALLAHASSEE, FLORIDA

R. Green JUN 3 1997

**ARTICLES OF INCORPORATION  
FOR  
LOVERS OF PETS, INC.**

91 MAY 30 AM 10:03  
FILED  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be:

**LOVERS OF PETS, INC.**

**ARTICLE II. PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be:

**3627 ST. JOHNS AVENUE  
JACKSONVILLE, FL 32205**

**ARTICLE III. NATURE OF BUSINESS**

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE IV. CAPITAL STOCK**

The maximum number of shares of stock this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value.

## ARTICLE V, REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**SUZANNE S. BURNETTE  
3627 ST. JOHNS AVENUE  
JACKSONVILLE, FL 32205**

## ARTICLE VI, TERM OF EXISTENCE

This Corporation is to exist perpetually.

## ARTICLE VII, PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

## ARTICLE VIII, DIRECTORS

This Corporation shall have no directors, initially. The affairs of the Corporation will be managed by the shareholder until such time directors are designated as provided by the Bylaws.

## ARTICLE IV, INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

**SUZANNE S. BURNETTE  
3627 ST. JOHNS AVENUE  
JACKSONVILLE, FL 32205**

The undersigned incorporator has executed these Articles of Incorporation of this  
28TH day of MAY, 1997.

  
**SUZANNE S. BURNETTE**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: **LOVERS OF PETS, INC.**
2. The name and address of the registered agent and office is:

**SUZANNE S. BURNETTE  
3627 ST. JOHNS AVENUE  
JACKSONVILLE, FL 32205**

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

Signature Suzanne S. Burnette

Date MAY 28, 1997

97 MAY 30 AM 10: 03  
FILED  
FLORIDA  
TALLAHASSEE, FLORIDA