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TRANSMITTAL LETTER

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

SUBJECT: PETS H	ALADISE, S	TWC.	
VFII.	oposed Corporate II	-06 3000C	022030735 /05/9701093005 ***78.75 *****78.75
Enclosed is an original for: \$70.00 Filing Fee FROM:	Siling Fee & Certificate Ars A Name 8 33 D	py of the articles of incorporation a \$122.50	97 JUN -5 AH ID: 04 SECRETARY OF STATE TALLAHASSEE, FLORIDA
loy Wiley ga to add of Jus name. Bl	Daytim	e Telephone number	P96 - 98306

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

PET'S PARADISE, INC. OF JUNO BEACH

I, the undersigned natural person of the age of twenty-one years or more, do make and acknowledge these Articles of Incorporation for the purpose of forming a business corporation under and by virtue of the laws of the State of Florida.

ARTICLE I - NAME.

The name of the corporation is Pet's Paradise. Inc. of Juno Beach, whose principal office is located at 833 Donald Ross Road, Juno Beach, Palm Beach County, Florida 33408.

ARTICLE II - TERM OF EXISTANCE

The period of duration of the corporation is perpetual unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is to engage in pet grooming and pet supply sales or any other business or any other act or activities for which corporations may be organized under the General Statutes of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation shall have the authority to issue 10,000 (ten thousand) shares of common stock with no par value.

ARTICLE V - OFFICERS DIRECTORS

The number of directors constituting the initial board of directors shall be one; and the name and address of the person who is to serve as the director until the first meeting of the shareholders or until their successors can be elected and qualified is:

NAME

POST OFFICE ADDRESSES

Birgit A. Edler

14083 Harbor Lane Palm Beach Gardens, FL.33410

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FIFTH, The name and mailing address of the incorporator is as follows:

NAME

POST OFFICE ADDRESSES

Birgit A. Edler

14083 Harbor Lane Palm Beach Gardens, FL 33410

The undersigned incorporator has executed these Articles of Incorporation on this $2N\nu$ day of June, 1997

Signature of Incorporator

Birgit A. Edler

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.

- The name of the corporation is: Pet's Paradise, Inc.
 of Juno Beach
- 2. The name and address of the registered agent and office is:

Birgit A. Edler

c/o Pet's Paradise, Inc. of Juno Beach

833 Donald Ross Road

Juno Beach, FL. 33408

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 the 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:

Birgit A. Edler

Date: June 2nd 97

97 JUN -5 AM 10: 04 SECRETARY OF STATE