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Transmittal Letter

June 11, 1997

Ronald J. Liss
127 Stone Hill Dr.
Maitland FL 32751

Department of State
Division of Corporations
409 E. Gains St.
Tallahassee, FL 32399


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Dear Sir:

Enclosed please find Articles of Incorporation, together with our check in the amount of \$ 78.75 to cover the filing fee & certificate, and designation of registered agent. I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having stamped with the filing date and returned. Please return by courier to the above address. I have enclosed a return paid waybill for Airborne Express.

Sincerely,



Ronald J. Liss

Enclosures

6-13-97
WJS

ARTICLES OF INCORPORATION
OF
DELTA PET SERVICES, INC.

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DIVISION OF CORPORATIONS
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We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be: Delta Pet Services, Inc.

ARTICLE II ADDRESS

The principal place of business and mailing address of the corporation is:

127 Stone Hill Dr.

Maitland, FL 32751

ARTICLE III NATURE OF BUSINESS

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

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a par value of \$.01 per share.

ARTICLE V REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 127 Stone Hill Dr., Maitland, FL 32751 and the name of the initial Registered Agent for the corporation at that address is Ronald J. Liss, who by execution hereof accepts his appointment.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII DIRECTORS

This corporation shall have a minimum of one director. The name and address of the initial Board of Directors shall be:

Name: Ronald J. Liss

Address: 127 Stone Hill Dr.

Maitland, FL 32751

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

ARTICLE IX INCORPORATOR

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

Name: Ronald J. Liss

Address: 127 Stone Hill Dr.,

Maitland, FL 32751

The undersigned has hereunto set his hand and seal on this 11th day of

June, 19 97.




Incorporator

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DIVISION OF CORPORATIONS
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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 am familiar with and accept the obligations of my position as registered agent.

Dated 6/11/97



Registered Agent