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TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FLORIDA 32314

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-07/22/97--01121--003
****122.50 ****122.50

SUBJECT: JAN'S GROOMING & PET SUPPLIES INC.
(PROPOSED CORPORATE NAME)

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF
INCORPORATION AND OUR CHECK FOR \$122.50.

FROM: MARGARET A DAVIS
NAME (PRINTED OR TYPED)
2316 CRILL AVENUE
ADDRESS
PALATKA, FLORIDA 32177
CITY, STATE, & ZIP
(904) 325-6185
TELEPHONE NUMBER

FILED
97 JUL 22 AM 8:20
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

JUL 23 1997

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES.

FILED

97 JUL 22 AM 8:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

THE UNDERSIGNED, DESIRING TO ORGANIZE A CORPORATION UNDER CHAPTER 607, FLORIDA STATUTES, SET FORTH THE FOLLOWING:

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE JAN'S GROOMING & PET
SUPPLIES INC. THE ADDRESS OF THE PRINCIPAL OFFICE OF THE
CORPORATION AND THE MAILING ADDRESS OF THE CORPORATION IS:
2316 CRILL AVE PALATKA, FLORIDA 32177.

ARTICLE II

THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

ARTICLE III

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED IS TO
INCLUDE THE TRANSACTION OF ANY AND ALL LAWFUL BUSINESS FOR WHICH
CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL
CORPORATION ACT.

ARTICLE IV

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE
AUTHORITY TO ISSUE IS 500 SHARES COMMON STOCK ALL OF ONE CLASS,
EACH SHARE HAVING A PAR VALUE OF \$1.00, WHICH MAY BE ISSUED FOR
SUCH CONSIDERATION HAVING A VALUE OF NOT LESS THAN THE PAR VALUE OF
THE SHARES ISSUED THEREFORE AS TO THE BOARD OF DIRECTORS SHALL BE
DEEMED APPROPRIATE.

ARTICLE V

THE STREET ADDRESS OF THE CORPORATION'S INITIAL REGISTERED OFFICE
IS 2316 CRILL AVENUE PALATKA, FLORIDA 32177, AND THE NAME OF THE
REGISTERED AGENT AT THAT OFFICE IS MARGARET DAVIS. A WRITTEN
ACCEPTANCE AS REQUIRED IN SECTION 607.001, F.S. IS ATTACHED HERETO
AND MADE A PART HEREOF.

ARTICLE VI

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS
IS ONE (1), AND THE NAME OF THE PERSON WHO SHALL SERVE AS DIRECTOR
IS: MARGARET DAVIS

ARTICLE VII

THE DATE AND TIME OF THE COMMENCEMENT OF THE CORPORATE EXISTENCE SHALL BE THE DAY OF THE FILING OF THESE ARTICLES OF INCORPORATION WITH THE SECRETARY OF STATE OF THE STATE OF FLORIDA.

ARTICLE VIII

THE OFFICERS OF THIS CORPORATION SHALL CONSIST OF A PRESIDENT, SECRETARY, AND TREASURER, EACH OF WHOM SHALL BE APPOINTED BY THE BOARD OF DIRECTORS. SUCH OTHER OFFICERS AND ASSISTANTS AND AGENTS AS MAY BE DEEMED NECESSARY MAY BE ELECTED OR APPOINTED BY THE BOARD OF DIRECTORS FROM TIME TO TIME.

ARTICLE IX

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) OF THESE ARTICLES OF INCORPORATION IS:
MARGARET DAVIS 2316 CRILL AVENUE PALATKA, FLORIDA 32177

THE UNDERSIGNED INCORPORATOR(S) HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 1ST DAY OF JULY 1997.

X Margaret A Davis
SIGNATURE

SIGNATURE

FILED

97 JUL 22 AM 8:21

REGISTERED AGENT'S ACCEPTANCE:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS APPLICATION, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Margaret A. Davis
NAME:

2316 CRILL AVENUE
ADDRESS

PALATKA, FLORIDA 32177
CITY, STATE, ZIP