

**McDONALD, FLEMING, MOORHEAD & FERGUSON**

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A Partnership of Professional Associations

Bruce A. McDonald

297000066390  
July 24, 1997

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FILED  
97 JUL 28 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

ESTIMATED FEE  
7-26-97

200002249912 -- 1  
-07/29/97-01011-006  
\*\*\*122.50 \*\*\*  
122.50

RE: DOG DAYS, INC.

Dear Sir:

Enclosed please find Articles of Incorporation of Dog Days, Inc. and Acceptance of Appointment of Registered Agent. Also, please find a check for \$122.50 to cover the filing fee for a profit corporation, and registered agent designation. Please send us back a certified copy of these Articles (copy enclosed) showing your receipt of same.

If you should have any problems or concerns, please do not hesitate to contact my office.

Sincerely,

*Bruce A. McDonald*  
Bruce A. McDonald

BAM/jbw  
Encls.

F. Grubbs

JUL 31 1997

**ARTICLES OF INCORPORATION  
OF  
DOG DAYS, INC.**

The undersigned acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

EXECUTED  
7-26-97

**ARTICLE I**

**NAME**

The name of this corporation is DOG DAYS, INC

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually, commencing upon the date of execution of these Articles.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States.

**ARTICLE IV**

**PRINCIPAL OFFICE; MAILING ADDRESS**

The principal office is located at 107 Melvin Street, Destin, Florida. The mailing address of the corporation is 107 Melvin Street, Destin, Florida 32541.

**ARTICLE V**

**CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

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**ARTICLE VI**

**PREEMPTIVE RIGHTS**

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

**ARTICLE VII**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 823 Kell-Aire Court, Destin, Florida 32541, and the name of this corporation's initial registered agent is Janette Geisinger.

**ARTICLE VIII**

**INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors is 2 (two), whose name and address is:

Janette Geisinger  
823 Kell-Aire Court  
Destin, FL 32541

Barbara Morrow  
71 Palmetto Street  
Santa Rosa Beach, FL 32549

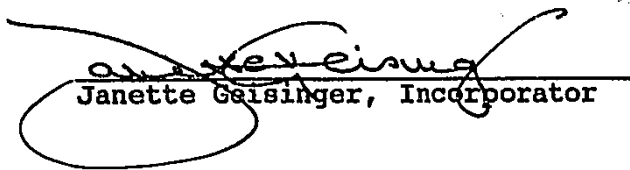
**ARTICLE IX**

**INCORPORATOR(S)**

The name and address of the incorporator is Janette Geisinger, at 823 Kell-Aire Court, Destin, Florida 32541.

IN WITNESS WHEREOF, the undersigned incorporator has

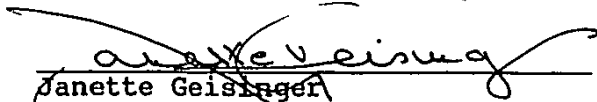
executed these Articles of Incorporation this 26 day of July,  
1997.

  
\_\_\_\_\_  
Janette Geisinger, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, JANETTE GEISINGER, hereby accept the appointment as Registered Agent for DOG DAYS, INC., 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 as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 26th day of July, 1997.

  
Janette Geisinger

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CLERK OF STATE  
TALLAHASSEE, FLORIDA