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October 9, 1997

Secretary of State  
Division of Corporations  
Tallahassee, Florida 32304

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-10/13/97--01030--003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: AMERICAN MUTT ASSOCIATION, INC.

Dear Sir or Madame:

Enclosed please find original and one (1) copy of the Articles of Incorporation of the above named corporation, for incorporation under the laws of the State of Florida, as well as designation of Resident Agent. It is requested that the duplicate copy of the Articles of Incorporation be endorsed, certified and returned to our office. Corporate existence shall begin upon the signing of the articles.

Also enclosed is our check in the amount of \$122.50; to cover \$35.00 for filing fee; \$52.50 for certified copy, and \$35.00 for Registered Agent designation.

Very truly yours,

DAVID E. OLSON, P.A.

*David E. Olson J.E.*

David E. Olson, Esq.

DEO:lg  
enclosures

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**ARTICLES OF INCORPORATION  
OF  
AMERICAN MUTT ASSOCIATION, INC.**

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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, do hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida, this certificate of incorporation for profit in accordance with the laws of the State of Florida.

**ARTICLE ONE - NAME**

The name of the corporation shall be **AMERICAN MUTT ASSOCIATION, INC.**

**ARTICLE TWO - TERM OF EXISTENCE**

The duration of the corporation is perpetual. Corporate existence is to commence upon the signing of the Articles of Incorporation provided that the Articles are filed with the Secretary of State within five (5) days after signing.

**ARTICLE THREE - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be as follows:

To transact and engage in any activity or business permitted under the laws of the United States and the State of Florida, except that it is not to conduct banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

To invest and reinvest the property and assets of the corporation in securities of different types and classes, including, without in any way limiting the generality thereof, stocks, bonds, notes, debentures, and certificates of interest or participation, and in other personal property without limitation or restriction.

As principal, agent or otherwise, to buy, sell, hold, own, improve, operate, lease, convey, exchange, mortgage, pledge, transfer, or otherwise acquire, use, and dispose of office buildings, land, water rights, factories, shops, salesrooms, apparatus, materials, supplies and property, both real and personal, wheresoever situated, and to exercise such rights and privileges as may be requisite to carry out any or all of the foregoing purposes, and to construct, equip, lease, rent, hire and manage buildings and structures of every kind and description.

To buy, sell, deal in, transport, and supply goods, wares, merchandise and services of every class and description to the extent now or hereafter permitted by law; to buy, own, hold, improve, lease, sell, encumber, convey and execute mortgages, and encumber its property, both real, personal and mixed; to buy, own, hold, lease, assign, sell, transfer, encumber, exchange and otherwise generally to deal in personal property of every nature and kind whatsoever.

To buy, sell, and act as agent or broker in the purpose and sale of real estate and personal property of every kind and character.

To own and operate wholesale and retail establishments engaged in the sale of products, commodities, and general merchandise of every kind and character.

To purchase and acquire any other business or businesses or any interest therein, and to pay for the same in cash, or in shares or debentures of this corporation, or partly in one of such modes and partly in the other or others.

To borrow or raise money by the issuance of bonds, debentures, bills of exchange, promissory notes, or other obligations or securities of the corporation, or by mortgage or in such manner as the Directors may deem proper.

To enter into working arrangements of any kind and all kinds, whether by contract, or otherwise, with such other persons, companies, or corporations as the Board of Directors may deem convenient or beneficial to this corporation.

To grant to other persons, firms or corporations the right or privilege to carry on any kind of business not prohibited by law, on the premises of the corporation, on such terms as the corporation shall deem expedient or proper.

To purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any persons or company carrying on any kind of business which this corporation is authorized to carry on; to enter into partnership or into any arrangement for sharing profits, union of interest, reciprocal concessions, or cooperate with any person or company carrying on or about to carry on any business or transaction capable of being conducted so as directly or indirectly to benefit this

corporation; to buy, own, hold, sell, encumber, assign or transfer, and to do all things necessary in connection therewith.

To invest the monies of the corporation not immediately required by it in such manner as the Board of Directors may deem proper.

To do any and everything else which in the opinion of the Board of Directors is necessary, convenient or beneficial to the corporation.

It being the intention that the objects and purposes specified shall be in no wise limited or restricted by the reference to or inference from the terms of any other clause of these Articles of Incorporation, and shall be construed as independent objects, and as in furtherance of, and not in limitation of, the general powers conferred by the laws of the State of Florida upon corporations for profit.

#### ARTICLE FOUR - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares will be of a single class.

All such stock shall be nonassessable, issued at and for such consideration, whether the same be cash; services rendered or otherwise, and upon such terms and conditions as may be fixed by the Board of Directors of this corporation.

The Board of Directors of the corporation, in its discretion, may declare and pay dividends to the holders of common stock out of the earnings of the corporation, after making such provisions, if any, as the Board of Directors of the

corporation may deem necessary for working capital and for additional improvements to its property, and for general expansion of its business. Said dividends shall be in such amounts, and declared and paid at such times, as shall be fixed by the Board of Directors in its discretion.

The holders of the common stock of the corporation shall have one vote for each share of such stock owned by them for the election of Directors and for other purposes.

#### **ARTICLE FIVE - INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is Five Hundred (\$500.00) Dollars. Capital contributions shall be in cash or other equivalent property, but shall not include services.

#### **ARTICLE SIX - EXISTENCE**

The corporation shall have perpetual existence, unless earlier terminated by due and proper legal procedure.

#### **ARTICLE SEVEN - ADDRESS**

The street address of the initial registered office of the corporation is 1918 Speck Drive, Holiday, Florida 34691, and the name of its initial registered agent is LORI ROE. The post office address for the corporation will be P. O. Box 3115  
Holiday, Florida 34690. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### **ARTICLE EIGHT - INITIAL DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is two (2). The number of Directors may be increased or diminished from time to time, by By-Laws

adopted by the Stockholders, but shall never be less than one (1).

#### ARTICLE NINE - DIRECTORS

The name and address of the persons who are to serve as members of the initial Board of Directors and Officers of the corporation are as follows:

Name	Address	Office
MICHAEL OLITO	1408 Alpine Road Clearwater, Fl. 33755	President
LORI ROE	1918 Speck Drive Holiday, Fl. 34691	Secretary/ Treasurer

#### ARTICLE NINE - INCORPORATORS

The name and address of the Incorporators signing these Articles of Incorporation are:

Name	Address
MICHAEL OLITO	1409 Alpine Road Clearwater, Fl. 33755
LORI ROE	1918 Speck Drive Holiday, Fl. 34691

#### ARTICLE TEN - RESIDENT AGENT

The name of the initial registered Resident Agent and the initial office of the registered Resident Agent is:

LORI ROE  
1918 Speck Drive  
Holiday, Florida 34691

#### ARTICLE ELEVEN - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved

at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE TWELVE - BY-LAWS

The power to make By-Laws of and for the corporation shall be vested in the Board of Directors.

#### ARTICLE THIRTEEN - TRANSACTIONS

No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this corporation is or are interested in, or is or are a director of directors or officer or officers of such other corporation, and no other person or firm shall be affected or invalidated by the fact that any one or more directors of this corporation is a party to, or are parties to, or interest in such contract or transactions; provided that in each such case the nature and extent of the interest of such director or directors in such contract or other transaction or the fact that such director or directors is or are a director or directors or officer or officers of such corporations is disclosed at the meeting of the Board of Directors at which such contract or other transaction is authorized.

#### ARTICLE FOURTEEN - INDEMNIFICATION

The corporation shall indemnify every person who is serving or has served as an officer, director, employee or agent of the corporation, or, at its request, of any other corporation of



which it is a stockholder or creditor and from which such person is not entitled to be indemnified, in the manner and to the full extent permitted by Florida Statutes, subject to the limitations on and conditions of such indemnification set forth therein, which indemnification shall not affect any rights to which such person may be entitled.

#### ARTICLE FIFTEEN - MISCELLANEOUS

1. The original incorporator of the corporation shall have the right upon its organization to assign and deliver his subscriptions of stock and, upon such assignment, such assignees shall stand in lieu of the original incorporator, and shall assume and carry out all of the rights, liabilities, and duties entailed by said subscription, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

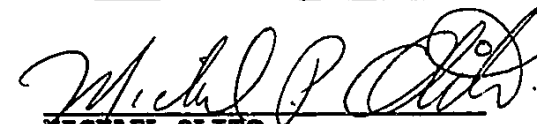
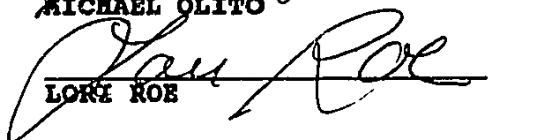
2. It shall be lawful for the Board of Directors to provide for a method of issuance of stock certificates so as to replace lost or destroyed stock certificates, by appropriate resolution duly adopted by a majority of the directors as are present at any regular or special meeting of the Board of Directors.

3. The corporation may, in its Bylaws, confer powers additional to the foregoing upon the directors, in addition to the powers and authorities expressly conferred upon them by statute.

4. The corporation reserves the right to amend, alter, change or appeal any provision of these Articles in the manner, now or hereafter prescribed by State statutes, and all rights

conferred upon stockholders herein are granted subject to this reservation.

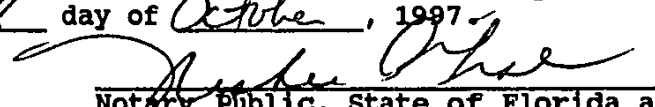
We the undersigned, being the original Incorporators to the capital stock hereinbefore described, for the purpose of forming a corporation for profit under the laws of the State of Florida, do hereby make and file this certificate, hereby declaring and certifying that the facts contained therein are true and we have hereunto set our hands and seals this 8<sup>th</sup> day of October, 1997.

  
MICHAEL OLITO  
  
LORI ROE

STATE OF FLORIDA  
COUNTY OF ~~DASCO~~ Duval

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to take acknowledgements, MICHAEL OLITO and LORI ROE, to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed such instrument. MICHAEL OLITO ( ) is known to me personally or ( ☒ ) has produced Driver License as identification. LORI ROE ( ) is known to me personally or ( ☒ ) has produced Florida Driver License as identification.

WITNESS my hand and official seal in the County and State named above this 8 day of October, 1997.

  
Notary Public, State of Florida at Large  
(NOTARIAL SEAL)

My Commission Expires:



Neshla A. Fisher  
MY COMMISSION # CC634875 EXPIRES  
April 18, 2001  
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

First that **AMERICAN MUTT ASSOCIATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Holiday, Florida named:

**LORI ROE**  
**1918 Speck Drive**  
**Holiday, Florida 34691**

as agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
LORI ROE