

P98000002253

Jan. 1, 1998

Big Dog World Wide, Inc.
2415 Via Genova
Apopka, FL 32712

EFFECTIVE DATE
1-1-98

FILED
98 JAN -7 AM 9:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Bureau of Corporation Records
Charter Division
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Corporate charter
Big Dog World Wide, Inc.

200002391962--2
-01/07/98--01011--004
*****70.00 *****70.00

The enclosed check is for:

filing fee	\$35.00
registered agent	<u>\$35.00</u>
TOTAL	<u>\$70.00</u>

Please return all documents to the above address.
Thank you.


Big Dog World Wide, Inc.

Enclosure

Timothy W. Cornell GAVE
AUTHORIZATION BY PHONE TO
CORRECT Effective Date
DATE 1-9-98
DOC. EXAM. mm

EFFECTIVE DATE

1-1-98

**ARTICLES OF INCORPORATION
OF
BIG DOG WORLD WIDE, INC.**

FILED

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida general Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the corporation is *Big Dog World Wide, Inc.*

**ARTICLE TWO
DURATION**

This corporation shall commence on January 1, 1998.

**ARTICLE THREE
PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE FOUR
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with par value of \$ 1.00 per share.

**ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase his pro rata share of any unissued or treasury shares of the corporation of the same kind, class or series as that which he already holds, and securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares at the price at which it is offered to others (without the issuance of fractional shares)

**ARTICLE SIX
RESTRICTION OF TRANSFER OF STOCK**

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholder(s) or to this corporation. The price and terms at which, and the time within which such shares may be offered and resold shall be determined by an affirmative vote of 3/4 of the outstanding shares of this corporation.

**ARTICLE SEVEN
REGISTERED OFFICE**

The address of the initial registered office of the corporation is *2415 Via Genova* ,
Apopka, FL 32712 and the name of the initial registered agent at such address is *Timothy W. Cornell*.

**ARTICLE EIGHT
INITIAL STOCK SUBSCRIPTIONS**

The initial subscriber to the shares of the stock of this corporation and the number of shares to which he has subscribed are as follows;

Timothy W. Cornell

1000

**ARTICLE NINE
MANAGEMENT**

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors or officers.

**ARTICLE TEN
INCORPORATION**

The names and addresses of the incorporators are:

*Timothy W. Cornell
2415 Via Genova
Apopka, FL 32712*

**ARTICLE ELEVEN
AMENDMENTS**

The corporation deserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto but only by the vote of at least 3/4 of the shareholders.

**ARTICLE TWELVE
PRINCIPLE OFFICE ADDRESS**

The mailing address for the principal office is:

**2415 Via Genova
Apopka, FL 32712**

In witness whereof, the undersigned incorporated has executed these Articles of Incorporation this
30th day of December 1997.

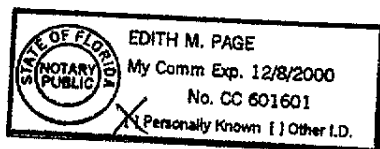


Timothy W. Cornell

**STATE OF FLORIDA
COUNTY OF SEMINOLE**

I hereby certify that on this day, before me, an officer duly qualified to take
acknowledgements, personally appeared to me *Timothy W. Cornell* known to be the person
described in and who executed forgoing and acknowledged before me that he executed the same
for the purposes therein expressed.

Witness my hand and official seal in the county and state last aforesaid this is
30 day of December 1997.

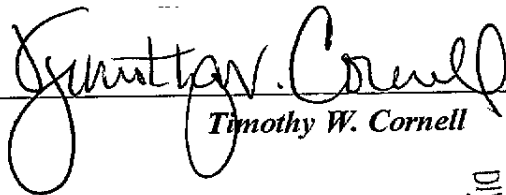




Notary Public
My commission expires:

ACCEPTANCE

I agree as registered agent to accept service of process: To keep an office open during prescribed hours: To post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.



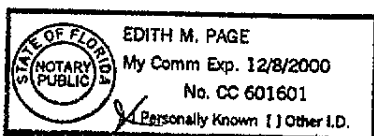
Timothy W. Cornell

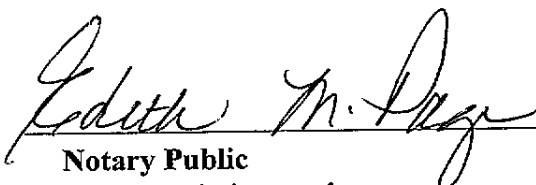
STATE OF FLORIDA
COUNTY OF SEMINOLE

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98 JAN -7 AM 9:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

I hereby certify that on this day, before me, an officer duly qualified to take acknowledgements, personally appeared to me *Timothy W. Cornell* known to be the person described in and who executed forgoing and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state last aforesaid this is
30 day of December 1997.





Notary Public
My commission expires: