

P98000004840

January 13, 1998

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

900002400969--9
-01/15/98--01013--006
*****70.00 *****70.00

Re: PEGS EXOTIC PETS, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Pegs Exotic Pets, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

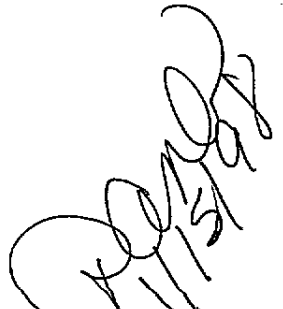
Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Pegi Vinson
27525 S.R. 54 W., Wesley Chapel, FL 33543

FILED
98 JAN 15 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
PEGS EXOTIC PETS, INC.**

FILED
98 JAN 15 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Pegs Exotic Pets, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 27525 S.R. 54 W., Wesley Chapel, FL 33543.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.


ARTICLE IV

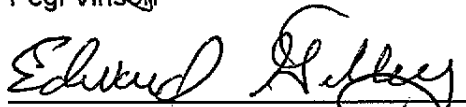
The address of the initial registered office of the Corporation is 27525 S.R. 54 W., Wesley Chapel, Florida 33543, and the name of the Corporation's initial registered agent for service of process at such address is Pegi Vinson.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Pegi Vinson, 27525 S.R. 54 W., Wesley Chapel, FL 33543.

IN WITNESS WHEREOF, I have hereunto set my hand this 13 day of
January, 98.


Pegi Vinson


Edward Gilley

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Pegs Exotic Pets, Inc.
2. The name of the registered agent and office is:

Pegi Vinson
27525 S.R. 54 W., Wesley Chapel, Florida 33543

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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Pegi Vinson

DATE

1-13-98

FILED
98 JAN 15 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA