

LAW OFFICE OF HARLEY SCOTT HERMAN

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February 15, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

RE: Filing of Articles of Incorporation
Of **Animal Designs, Inc.**

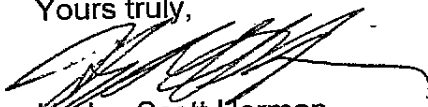
Dear Division of Corporations Personnel:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$70 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and send me your standard letter confirming the filing of the Corporate charter.

Yours truly,


Harley Scott Herman
Attorney at Law

HSH/pbl

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-02/18/98--01030--007
*****70.00 *****70.00

FILED
98 FEB 19 AM 11:06
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Harley S. Herman GAVE
AUTHORIZATION BY PHONE TO
CORRECT Name Take off Sub. Suffix
DATE 2-20-98
DOC. EXAM nam

ARTICLES OF INCORPORATION

OF

ANIMAL DESIGNS, INC.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE ONE - CORPORATE NAME

The name of this corporation is **ANIMAL DESIGNS, INC.**

ARTICLE TWO - PRINCIPAL OFFICE AND MAILING ADDRESS

The street and mailing address of the initial principal office of the corporation is:

1376 W. NORTH BLVD., STE 1, LEESBURG, FL 34748

ARTICLE THREE - NUMBER OF AUTHORIZED SHARES

The corporation is authorized to issue 10,000 shares, all of one class, at \$1.00 per share par value.

ARTICLE FOUR - REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent and office of this corporation is as follows:

AGENT: TAMI D. FIREBAUGH

OFFICE: 1376 W. NORTH BLVD., STE 1, LEESBURG, FL 34748

ARTICLE SIX - INITIAL DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

**TAMI D. FIREBAUGH
NORMA HERMAN**

P.O. Box 491138, Leesburg, FL 34749
P.O. Box 491138, Leesburg, FL 34749

ARTICLE SIX - INCORPORATORS

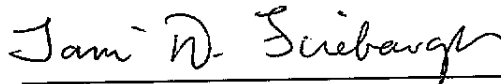
The name and address of the incorporator signing these Articles of Incorporation are:

TAMI D. FIREBAUGH
P.O. BOX 491138, LEESBURG, FL 34749

ARTICLE SEVEN - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, on February 14, 1998.



TAMI D. FIREBAUGH
INCORPORATOR

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

IN COMPLIANCE WITH SECTIONS 48.091, and 607.034, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

ANIMAL DESIGNS, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF
THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1376 W. NORTH
BLVD., STE 1, LEESBURG, FL 34748, AND REGISTERED OFFICE AT 1376 W. NORTH
BLVD., STE 1, LEESBURG, FL 34748,

HAS NAMED TAMI D. FIREBAUGH WHOSE ADDRESS IS IDENTICAL TO THE REGISTERED
OFFICE OF THE CORPORATION, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE Tami D. Firebaugh
TITLE Incorporator
DATE February 14, 1998

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF
ALL STATUTES, RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

SIGNATURE Tami D. Firebaugh
TAMI D. FIREBAUGH

DATE _____