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FILED

98 MAR 13 AM 11:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Karen Dennis
1309 Bell Shoals Rd
Brandon, FL 33511

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Paws & Claws Pet Daycare, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

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P. Hall
MAR 16 1998

**ARTICLES OF INCORPORATION
OF
PAWS & CLAWS PET DAYCARE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as sole incorporator of PAWS & CLAWS PET DAYCARE, INC. (hereinafter, the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, as hereafter amended and modified (the "FBCA") hereby adopts the following Articles of Incorporation (the "Articles") for the Corporation:

**ARTICLE I
Name**

The name of the Corporation is: PAWS & CLAWS PET DAYCARE, INC.

**ARTICLE II
Business and Activities**

The Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
Shares**

The total number of shares which the Corporation shall have the authority to issue shall be Ten Thousand (10,000) shares, consisting of a single class of common stock having a par value of \$.01 per share.

**ARTICLE IV
Preemptive Rights**

No shareholder of the Corporation shall have any preferential or preemptive right to subscribe for or purchase from the Corporation any new or additional shares of capital stock or securities convertible into shares of capital stock, of the Corporation, whether now or hereafter authorized.

**ARTICLE V
Principal Office**

The address of the principal office of the Corporation is 1309 Bell Shoals Road, Brandon, Florida 33511. The location of the principal office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE VI
Mailing Address

The mailing address of the Corporation is 1309 Bell Shoals Road, Brandon, Florida 33511.

ARTICLE VII
Initial Registered Office and Agent

The address of the initial registered office of the Corporation is **1309 Bell Shoals Road, Brandon, Florida 33511**, and the initial registered agent at such address is **Karen K. Dennis**.

ARTICLE VIII
Initial Board of Directors

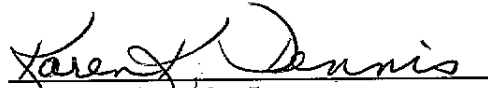
The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Director and until a successor Director is elected and qualified is as follows:

Karen K. Dennis
1309 Bell Shoals Road
Brandon, Florida 33511

ARTICLE IX
Incorporator

The name and address of the sole incorporator of the Corporation is: Karen K. Dennis, 1309 Bell Shoals Road, Brandon, Florida 33511.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 10 day of March, 1998.


Karen K. Dennis, Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

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THE UNDERSIGNED, a resident of the State of Florida, having been named **SECRETARY OF STATE
TALLAHASSEE, FLORIDA**
in Article VII of the foregoing Articles of Incorporation as initial registered agent at the
office designated therein, hereby accepts such appointment and agrees to act in such capacity.
The undersigned hereby states that she is familiar with, and hereby accepts, the obligations
set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with
any other provisions of law made applicable to her as registered agent of PAWS & CLAWS
PET DAYCARE, INC.

DATED, this 16 day of March, 1998.


Karen K. Dennis, as Registered Agent