4/24/98 LORIDA DIVISION OF CORPORATIONS

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: DOGGIE DINER, INC.

AUDIT NUMBER..... H98000007768

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

OF

DOGGIE DINER, INC.

ARTICLE I - NAME

The name of this corporation shall be:

Doggie Diner, Inc.

and its principal office and mailing office is

3734 Hollow Wood Drive Valrico, Florida 33594

ARTICLES II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 750 West Lumsden, Brandon, Florida 33594. The Registered Agent of this corporation at such office, shall be

CLE-TON C. CUTURY, JR., ESQ PRN 4038913 Law Ciffour of Curry & Associana, P.A 750 War Laundon P.O. Box 1143 Brandon, Pt. 135109-1143 (113) 853-2500 - Par. (113) 689-6242

Clifton C. Curry, Jr., who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time-to-time with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The names and addresses of the initial Board are:

NAME

ADDRESS

Francine Lascola

3734 Hollow Wood Drive Valrico, Florida 33594

ARTICLE VII - INCORPORATOR

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

Clifton C. Curry, Jr., Esq.

750 West Lumsden Brandon, Florida 3:

CLIFTON C. CURRY, JR., ESQ.

as Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, CLIFTON C. CURRY, JR., ESQ., as incorporator, to me personally known or who produced driver's licenses or

as identification, and who did take an oath, to be the person

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described in and who, after being duly sworn, deposes and states that he executed the foregoing ARTICLES OF INCORPORATION of DOGGIE DINER, INC. and the said individual acknowledged before me that he executed the same as his free act and deed for the uses and purposes therein stated.

SWORN TO AND SUBSCRIBED BEFORE ME, this 23 day of April, 1998, at Brandon, Hillsborough County, Florida.



NOTARY PUBLIC

Sign

Print Name: Denise IBOTAS State of Florida at Large (Seal)

My Commission No.:_

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE AND REGISTERED AGENT (AND RESIDENT AGENT) DOGGIE DINER, INC.

Pursuant to applicable Florida Statutes, the following is submitted:

That Doggie Diner, Inc., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the ARTICLES OF INCORPORATION at 750 West Lumsden, Brandon, Florida 33511, has named Clifton C. Curry, Jr., Esq. as its Registered Agent (and Resident Agent).

ACKNOWLEDGMENT

Having been named Registered Agent for the above-stated corporation as designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Florida Statutes relative to keeping open said office

CLIFTON C. CURRY, R., ESQ.

as Registered Agent