

P98000066093



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 906588 80749A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 27, 1998

ORDER TIME : 11:18 AM

ORDER NO. : 906588-005

CUSTOMER NO: 80749A

CUSTOMER: Darol H. M. Carr, Esq
FARR FARR EMERICH SIFRIT AND
HACKETT, P.A.

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-07/28/98--01066--015
****122.50 ****122.50

2315 Aaron Street
Port Charlotte, FL 33952

DOMESTIC FILING

NAME: THE LITTER BOX, CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 28 PM 1:55

RECEIVED
98 JUL 28 PM 2:10
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 28 PM 1:55

ARTICLES OF INCORPORATION
OF
THE LITTER BOX, CORP.

ARTICLE I

The name of this corporation is **The Litter Box, Corp.** The principal office and/or mailing address of this corporation is as follows: 13000 Windcrest Drive, Port Charlotte, Florida 33953.

ARTICLE II

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607 (1994), and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607, (1994).

ARTICLE III

This corporation is authorized to issue ONE HUNDRED shares of \$1.00 par value common stock, all of which shall be fully paid and non-assessable.

ARTICLE IV

The street address of the initial registered office of this corporation is 13000 Windcrest Drive, Port Charlotte, Florida 33953, and the name of the initial Registered Agent of this corporation at that address is **BARBARA A. HUNT**.

ARTICLE V

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VI

The name and post office addresses of the initial board of directors, the president, secretary and treasurer (and other officers, if applicable) who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

<u>DIRECTORS</u>	<u>ADDRESS</u>
BARBARA A. HUNT	13000 Windcrest Drive Port Charlotte, FL 33953

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
BARBARA A. HUNT	President/V.P. Secretary/Treas.	13000 Windcrest Drive Port Charlotte, FL 33953

ARTICLE VII

The name and address of each incorporator is as follows:

<u>INCORPORATOR</u>	<u>ADDRESS</u>
BARBARA A. HUNT	13000 Windcrest Drive Port Charlotte, FL 33949

ARTICLE VIII

The names and addresses of each subscribed of these articles of incorporate and a statement of the number of shares of stock which each agrees to take are as follows:

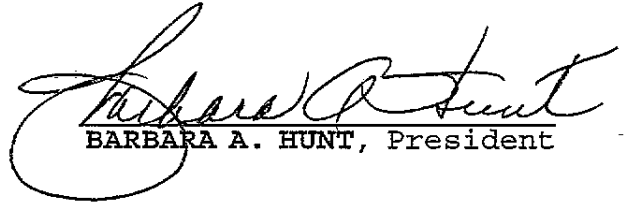
<u>NAME</u>	<u>SHARES</u>	<u>ADDRESS</u>
BARBARA A. HUNT	100	13000 Windcrest Drive Port Charlotte, FL 33953

ARTICLE IX

Each Shareholder shall have a preemptive right to purchase any treasury or unissued stock of the corporation pursuant to terms and

conditions set by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these articles of incorporation, this 23rd day of July, 1998.


BARBARA A. HUNT, President

STATE OF FLORIDA
COUNTY OF CHARLOTTE

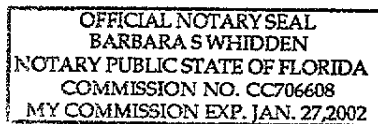
Before me, the undersigned authority, personally appeared **BARBARA A. HUNT**, to me known to be the person described in and who executed the foregoing articles of incorporation and she acknowledged before me according to law that she made and subscribed the same for the purposes therein expressed and mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of July 1998.

My Commission Expires:


Notary Public/State of Florida

(AFFIX SEAL)



CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 28 PM 1:55

Pursuant to of Florida Statutes, Section 48.091 (1989),
the following is submitted, in compliance therewith:

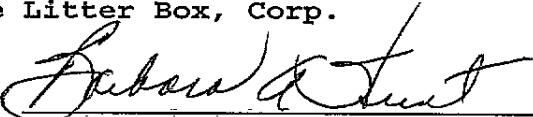
First: That, The Litter Box, Corp., desiring to organize
under the laws of the State of Florida, with its principal office,
as indicated in the articles of incorporation, at City of Port
Charlotte, County of Charlotte, State of Florida, has named:

BARBARA A. HUNT

located at 13000 Windcrest Drive, Port Charlotte, Florida, County
of Charlotte, State of Florida, as its agent to accept service of
process within this State.

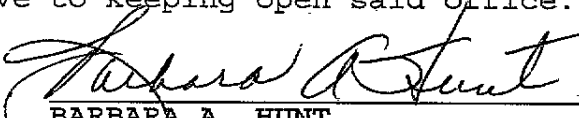
The Litter Box, Corp.

By:


BARBARA A. HUNT, President

ACCEPTANCE

Having been named to accept service of process for the
above stated corporation, at place designated in this certificate,
I hereby accept to act in this capacity, and agree to comply with
the provision of said law relative to keeping open said office.


BARBARA A. HUNT
Registered Agent