

Jonathan H. Goodman, P. A.
Attorney at Law
1377 Cassat Avenue
Jacksonville, Florida 32205
Phone (904) 389-1346 Fax (904) 389-7651

August 10, 1998

P980000074710

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800002623378--5
-08/24/98-01110-019
*****70.00 *****70.00

Re: KAREN'S GROOMING SALON, INC.

Dear Sir/Madam:

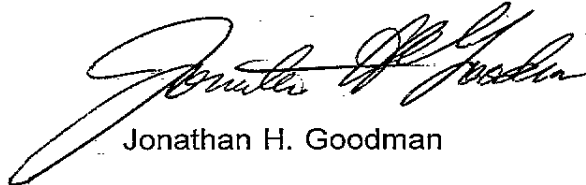
Please find enclosed an original and one copy of the Articles of Incorporation on the above-named corporation, together with a check in the amount of \$70.00 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	<u>35.00</u>
	\$70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 24 AM 7:58

I would appreciate your filing the enclosed at your earliest convenience.

Very truly yours,


Jonathan H. Goodman

JHG/lwb
Enc.

R. P. P. AUG 27 1998

ARTICLES OF INCORPORATION

OF

KAREN'S GROOMING SALON, INC.

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

98 AUG 24 AM 7:58

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I.

The name of this corporation is KAREN'S GROOMING SALON, INC.

ARTICLE II.

The main location where the company shall conduct its business is 4637 San Juan Avenue, Jacksonville, Florida 32210.

ARTICLE III.

The duration of the corporation shall be perpetual.

ARTICLE IV.

The purpose of the corporation shall be the grooming of pets and for any other lawful purpose for which corporations for profit are incorporated under the laws of the State of Florida.

ARTICLE V.

The method of election of directors shall be as stated in the corporate by-laws.

ARTICLE VI.

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) shares of common stock with a par value of Five Dollars (\$5.00) per share.

ARTICLE VII.


The street address of the corporation's initial registered office and the name of its initial registered agent at that address is Jonathan H. Goodman, Esq., 1377 Cassat Avenue, Jacksonville, Florida 32205.

ARTICLE VIII.

The name and address of the sole incorporator is:

Karen Lynn Cole
6151 Cranberry Lane East
Jacksonville, FL 32244

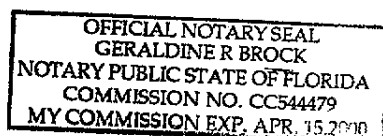
IN WITNESS WHEREOF, the undersigned incorporator has signed and sealed these Articles of Incorporation this 19 day of August, 1998.

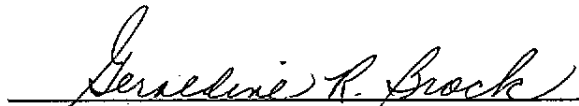

KAREN LYNN COLE

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, personally appeared KAREN LYNN COLE, who being by me first duly sworn, and who produced a Florida drivers license as identification, executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation as her free act and deed, for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County, aforesaid, this 19th day of August, 1998.




NOTARY PUBLIC

My Commission Expires: 4-15-2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 AUG 24 AM 7:59

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501, 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:

KAREN'S GROOMING SALON, INC.

2. The name and address of the registered agent and office is:

Name: Jonathan H. Goodman, Esq.
Address: 1377 Cassat Avenue
City/State/Zip: Jacksonville, Florida 32205

Having been named as Registered Agent 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: _____

Registered Agent

DATE: _____

8/10/98