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P 99000023218
TRANSMITTAL LETTER

March 3, 1999

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

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-03/08/99--01127--007
*****78.75 *****78.75

Re: PEGASUS KENNELS, INCORPORATED
Articles of Incorporation

Dear Sir or Madam:

Enclosed for submission are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation and the original and one copy of Designation and Acceptance of Registered Agent.

Filing fees also enclosed as follows:


| | |
|---------------------------|----------------|
| Articles of Incorporation | \$35.00 |
| Certified Copies | \$52.50 |
| Certificate of Status | \$8.75 |
| TOTAL | \$78.75 |

Thank you for your assistance in this matter.

Sincerely,



FROM: David J. Mourick, Atty
3551 Bonita Bay Blvd., Suite 3
Bonita Springs, Florida 34134
Tel: 941-947-0535

3/12/99


FILED
99 MAR - 8 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide a certified copy of the Articles.

**ARTICLES OF INCORPORATION
OF
PEGASUS KENNELS, INCORPORATED**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Official Florida Statutes, as revised from time to time, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation shall be: PEGASUS KENNELS, INCORPORATED

ARTICLE TWO

The principal place of business and mailing address of the Corporation shall be:

26560 Southern Pines Drive, J-6, Bonita Springs, Florida 34135

ARTICLE THREE

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1000 shares.

ARTICLE FOUR

The name and address of the initial registered agent is:

David J. Mourick, Esq. 3551 Bonita Bay Blvd., Bonita Springs, Florida 34134

ARTICLE FIVE

The names and street addresses of the incorporators to these Articles of Incorporation are:

| | |
|------------------------|--|
| Franz-Josef Scheider | 26560 Southern Pines Drive, J-6, Bonita Springs, Florida 34135 |
| Gudrun Malers-Scheider | 26560 Southern Pines Drive, J-6, Bonita Springs, Florida 34135 |

ARTICLE SIX

The duration of the corporation is perpetual.

FILED
99 MAR -8 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SEVEN

The Corporation is formed for the following purposes:

For all lawful and permitted uses and purposes, and to entitle the corporation to transact all other lawful activities as permitted under the laws of the State of Florida, and as permitted to be conducted by corporations incorporated under the provisions of Chapter 607 of the Official Florida Statutes, as revised from time to time.

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation this 3 day of March, 1999.



Franz-Josef Scheider



Gudrun Malers-Scheider

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**


PURSUANT TO THE PROVISIONS OF SECTION 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: PEGASUS KENNELS, INCORPORATED
2. The name and address of the registered agent and office is:

David J. Mourick, Esq.
3551 Bonita Bay Blvd.
Bonita Springs, Florida 34134

Having been named as registered agent and designated to accept service of process for the above 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.

Date: March 3, 1999



David J. Mourick, Esq.

FILED
99 MAR -8 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA