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C.T. Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

500002812765--7
-03/22/99-01001-028
*****78.75 *****78.75

Just Dogs, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Connie

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
JUST DOGS, INC.

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FIRST: The corporate name that satisfies the requirements of section 607.0401 is: JUST DOGS, INC.

SECOND: The address of the principal office and the mailing address of the corporation is:

11461 NW 5th Street
Plantation, FL 33325

THIRD: The number of shares the corporation is authorized to issue is: One Hundred Million (100,000,000) shares of which Ninety Million (90,000,000) are common shares with a par value of One One Thousandth of a dollar (\$.001) per share and Ten Million (10,000,000) are preferred stock shares with a par value of One One Thousandth of a dollar (\$.001) per share.

FOURTH: The street address of the initial registered office of the corporation is c/o C T Corporation System, 1200 S. Pine Island Rd., Plantation, FL 33324 and the name of its initial registered agent at such address is C T Corporation System.

FIFTH: The name and address of the incorporator is:

Connie Bryan 660 East Jefferson Street
Tallahassee, FL 32301

SIXTH: The name and address of the initial director is:

Judith A. Jarvis 11461 NW 5th Street
Plantation, FL 33325

SEVENTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

The undersigned has executed these Articles of Incorporation this 19th day of March, 1999.

Connie Bryan
Connie Bryan
Incorporator

Acceptance by the registered agent as required in section 607.0501 (3) F.S.: C T Corporation System is familiar with and accepts the obligations provided for in section 607.0505.

Dated, March 19, 1999.

C T Corporation System

By Connie Bryan
Connie Bryan
Registered Agent

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TALLAHASSEE, FLORIDA