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CARTER
THOMAS
LAW OFFICES LLP

EFFECTIVE DATE
5-19-99

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1200 North Federal Highway
Boca Raton, Florida 33432
Facsimile (561) 368-0293

DONALD J. THOMAS, P.A.
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May 21, 1999

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

FILED
99 MAY 26 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Lennon Industries Inc.
Pawsability, Inc.

Dear Sir or Ms.:

Enclosed herewith please find the following:

1. Lennon Enterprises, Inc. - an original and one (1) copy of the Articles of Incorporation and our check number 1402 in the sum of \$70.00; and
2. Pawsability, Inc. - an original and one (1) copy of the Articles of Incorporation and our check number 1401 in the sum of \$70.00;

for filing with your office.

Please return, for each corporation, a recorded copy of the respective Articles of Incorporation and certificate therefor.

Should you have any questions, please do not hesitate to contact us. Thank you in advance for your courtesies in these matters.

Very truly yours,

Donald J. Thomas

Donald J. Thomas

[Signed in my absence to avoid delay in transmittal]

/Imec
Enclosure(s)
cc: Michael J. Lennon
lennon@lennonindustries.com/secretary of state.1

*CB
5-19-99*

ARTICLES OF INCORPORATION
of
LENNON INDUSTRIES, INC.

EFFECTIVE DATE

5-19-99

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I.

The name of the corporation is LENNON INDUSTRIES, INC.

ARTICLE II.

The Corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III.

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

The Corporation is authorized to issue 100 shares of stock at One Dollar and No/100 (\$1.00) Dollar par value. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders.

The shares of stock may be issued for such consideration having a value not less than par value of the share issued therefor as is determined from time to time by the Board of Directors to be paid in whole or in part, in cash or other property, tangible or intangible, or in labor or services performed for the Corporation. Shares may be issued in exchange for written promises to perform services in the future. If shares are issued without full consideration being paid prior to issuance, notice shall be given to all Stockholders ten (10) days prior to such issuance.

ARTICLE V.

The principal address of the Corporation shall be 3594 S. Ocean Blvd., #401, Highland Beach, FL 33487.

ARTICLE VI

All corporate powers shall be executed by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors.

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TALLAHASSEE, FLORIDA

The Corporation shall initially have one (1) Directors initially. The number of Directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

The names and street addresses of the initial directors who shall hold office until their successors shall be chosen at the first meeting of the Stockholders who have qualified shall be:

Michael J. Lennon
3594 S. Ocean Blvd., #401
Highland Beach, FL 33487

ARTICLE VII.

The Corporation may indemnify any present or former Officer or Director or person exercising powers and duties of a Director to the full extent now or hereafter permitted by law.

ARTICLE VIII.

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any Bylaw adopted by the Shareholders if the Shareholders provide that the Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE IX.

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the Corporation outstanding at any regular meeting of the Stockholders or at any special meeting of the Stockholders called for that purpose.

ARTICLE X.

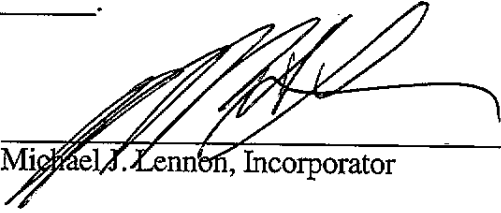
The name and address of the Incorporator to these Articles of Incorporation is:

Michael J. Lennon
3594 S. Ocean Blvd., #401
Highland Beach, FL 33487

ARTICLE XI.

The street address of the initial registered office of the Corporation is 3594 S. Ocean Blvd., #401, Highland Beach, FL 33487, and the name and address of the initial Registered Agent of the Corporation is: Donald J. Thomas, Esquire, Carter & Thomas, LLP, 1200 N. Federal Highway, #312, Boca Raton, FL 33432.

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation on 5/19/99



Michael J. Lennon, Incorporator

STATE OF FLORIDA :
: ss.
COUNTY OF PALM BEACH :

BEFORE ME, the undersigned authority, personally appeared MICHAEL J. LENNON, who is personally known to me or who has produced _____ as identification and who first, being duly sworn on oath, acknowledged before me that he executed the above and foregoing instrument for the intent and purposes therein expressed.

WITNESS MY HAND AND OFFICIAL in the County and State last aforesaid on 5/18/99



DONALD J. THOMAS
My Comm Exp. 10/27/2000
Bonded By Service Ins
No. CC596605
 Personally Known Other I.D

Notary Public, State of Florida at Large Printed
Name of Notary: _____
Commission No.: _____
My Commission Expires: _____



DONALD J. THOMAS
My Comm Exp. 10/27/2000
Bonded By Service Ins
No. CC596605
 Personally Known Other I.D

CERTIFICATE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

DATED: 5/18/99



Donald J. Thomas, Registered Agent

lenon.michael@vennoe-industries/articles of incorporation.1'

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TALLAHASSEE, FLORIDA