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**CARTER  
&  
THOMAS**

LAW OFFICES LLP

1200 N. Federal Highway, Suite 312  
Boca Raton, Florida 33432

EFFECTIVE DATE

5-19-99

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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-05/26/99--01023--006  
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1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

99 MAY 26 AM 9:41  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Examiner's Initials

EFFECTIVE DATE

5-19-99

ARTICLES OF INCORPORATION  
of  
PAWSABILITY, INC.

FILED  
99 MAY 26 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 PAWSABILITY, 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.

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

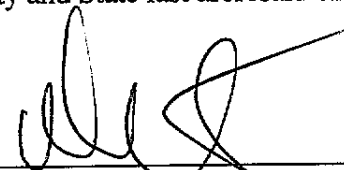
  
Michael J. Lennon, Incorporator


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 May  
19 / 1999

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

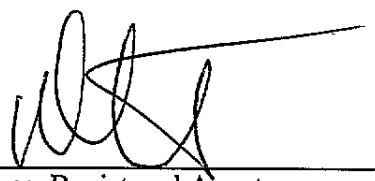
  
\_\_\_\_\_  
Notary Public, State of Florida at Large Printed  
Name of Notary: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

 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: 5/19/99



Donald J. Thomas, Registered Agent

tennon.michael@awsability.com/articles of incorporation.1'

**FILED**  
99 MAY 26 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA