

PATRICK J. GOGGINS, P.A.

Grand Bay Plaza - Suite 1206  
2665 South Bayshore Drive - Coconut Grove, Florida 33133  
305.859.7200 - fax 305.858.0603  
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P 990000 52471  
VIA USPS

June 1, 1999

EFFECTIVE DATE  
10-1-99

Department of State  
Division of Corporations  
P.O. Box 3627  
Tallahassee, FL 32314-3627

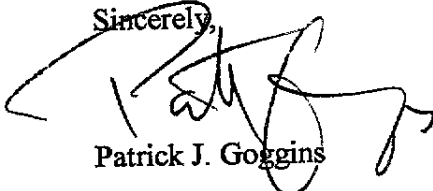
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-06/07/99--01123--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Steel Dog Spice Exchange, Inc.

Dear Division of Corporations representative:

Enclosed please find one (1) original and one (1) copy of the articles of incorporation, and a check in the amount of Seventy Eight and 75/100 Dollars (\$78.75) for the filing fee and a certificate of status. Thank you for your prompt assistance with this matter.

Sincerely,

  
Patrick J. Goggins

encl

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FILED  
99 JUN - 7 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature/initials*

**EFFECTIVE DATE**

6-1-99

## **ARTICLES OF INCORPORATION**

The undersigned incorporator to these Articles of Incorporation, hereby forms a Corporation for profit pursuant to the Corporations Act and other laws of the State of Florida.

### **ARTICLE I NAME**

The name of the corporation shall be: **Steel Dog Spice Exchange, Inc.** (the "Corporation").

### **ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS**

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

2570 Trapp Avenue  
Coconut Grove, Florida 33133

### **ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of common stock, par value One Dollar (\$1.00) per share.

### **ARTICLE IV INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The name and Florida street address of the initial registered agent of the Corporation shall be:

Patrick J. Goggins, P.A.  
Grand Bay Plaza, Suite 1206  
2665 South Bayshore Drive  
Coconut Grove, FL 33133

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**ARTICLE V  
INITIAL BOARD OF DIRECTORS**

The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial director of the Corporation is:

J. Clifton Whatmore  
2570 Trapp Avenue  
Coconut Grove, Florida 33133

**ARTICLE VI  
CORPORATION'S EFFECTIVE DATE**

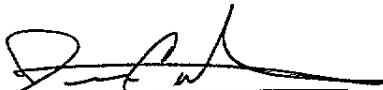
The Corporation's existence shall become effective as of June 1, 1999.

**ARTICLE VII  
INCORPORATOR**

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

J. Clifton Whatmore  
2570 Trapp Avenue  
Coconut Grove, Florida 33133

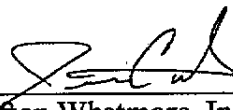
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 1<sup>st</sup> day of June, 1999.

  
\_\_\_\_\_  
J. Clifton Whatmore, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

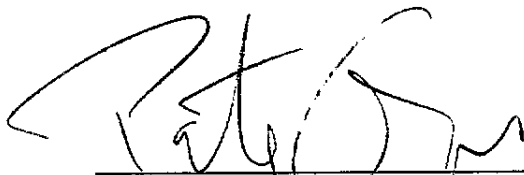
WITNESSETH: That **Steel Dog Spice Exchange, Inc.**, desiring to organize under the laws of the State of Florida, which will have its principal offices in Florida, has named Patrick J. Goggins, P.A., located at the Grand Bay Plaza, Suite 1206; 2665 South Bayshore Drive; Coconut Grove, Florida 33133, as its agent to accept service of process within this state.

Dated this 1<sup>st</sup> day of June, 1999.

  
\_\_\_\_\_  
J. Clifton Whatmore, Incorporator

ACKNOWLEDGEMENT: Having been named registered agent and to accept service of process for the above-named 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 accept the obligations of my position as registered agent

Dated this 1<sup>st</sup> day of June, 1999.

  
\_\_\_\_\_  
Patrick J. Goggins, Registered Agent

FILED  
99 JUN -7 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA