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THE UNITED STATES
CORPORATION
COMPANY

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99 JUN 18 PM 4:09

ACCOUNT NO.: 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE: 279669 81444A

AUTHORIZATION:

COST LIMIT: \$ PPD

EFFECTIVE DATE

6-17-99

ORDER DATE: June 18, 1999

ORDER TIME: 1:04 PM

ORDER NO.: 279669-005

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-06/18/99--01093--015

CUSTOMER NO: 81444A

*****78.75 *****78.75

CUSTOMER: Ms. Leigh Flood
PATTERSON BOND & LATSHAW, P.A.
PATTERSON BOND & LATSHAW, P.A.
Suite A
3010 S. Third Street
Jacksonville, FL 32250

DOMESTIC FILING

NAME: ANIMAL WELFARE COALITION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

RH 6/18/99

AJ - CSC GAVE
AUTHORIZATION BY PHONE TO

CORRECT verified corp was

DATE to be profit

DOC. #

RECEIVED

99 JUN 18 PM 1:43

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ANIMAL WELFARE COALITION, INC.**

FILED
99 JUN 18 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, in order to form a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

EFFECTIVE DATE

10-17-99

ARTICLE I: Name. The name of the corporation is ANIMAL WELFARE COALITION, INC.

ARTICLE II: Corporate Existence. The corporation shall exist in perpetuity commencing as of the execution of the Articles.

ARTICLE III: Corporate Purpose. The corporation is organized for the purpose of carrying on propaganda or otherwise attempting to influence legislation through grass roots lobbying of the general public and direct lobbying of those who may participate in the formulation of legislation.

ARTICLE IV: Authorized Stock. The corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 each.

ARTICLE V: Initial Registered Office and Agent. The street address of the initial registered officer of the corporation is 3010 South Third Street, Jacksonville Beach, Florida 32250, with a mailing address of the same, and the name of the initial registered agent at that address is John H. Latshaw, Jr., Esquire.

ARTICLE VI: Principal Place of Business. The principal place of business of this corporation shall be: 100 Lamplighter Lane, Ponte Vedra Beach, FL 32082.

ARTICLE VII: Initial Board of Directors. The number of initial directors of this corporation is three (3). The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are:

Francesca Tabor-Miolla
100 Lamplighter Lane
Ponte Vedra Beach
Florida 32082

John H. Latshaw, Jr.
158 Barberry Lane
Ponte Vedra Beach
Florida 32082

Janet Cash Pritchett
122 Glen Eagles Ct.
Ponte Vedra Beach
Florida 32082

ARTICLE VIII: Incorporator. The name and address of the person signing these Articles is John H. Latshaw, Jr., 3010 South Third Street, Jacksonville Beach, Florida 32250.

ARTICLE IX: Power to Amend. The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

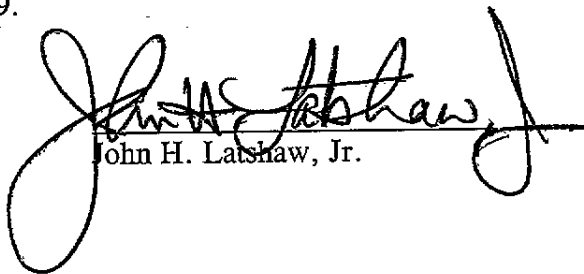
ARTICLE X: Corporate Reservations. The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: Preemptive rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the price, terms and conditions of the issue of the shares inviting it to exercise its preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XII: Indemnification. Directors and officers of this Corporation shall be indemnified to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of June, 1999.

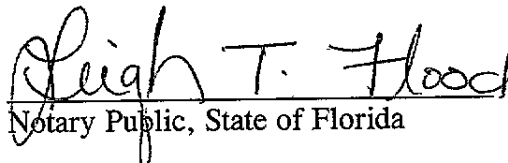
STATE OF FLORIDA
COUNTY OF DUVAL


John H. Latshaw, Jr.

BEFORE ME, the undersigned authority, personally appeared John H. Latshaw, Jr., to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and seal this 17th day of June, 1999.

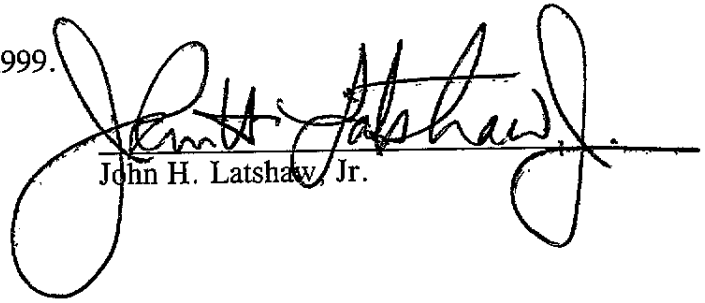



Notary Public, State of Florida

My Commission Expires:

HAVING BEEN NAMED to accept service of process for Animal Welfare Coalition, Inc. at the place designated in the Articles of Incorporation, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relating to the property in complete performance of my duties.

DATED this 17th day of June, 1999.


John H. Latshaw, Jr.

FILED
JUN 18 PM 4:10
99
SECRETARY OF STATE
TALLAHASSEE, FLORIDA