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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : J.H. ACCOUNTING SERVICES, INC.
Account Number : I19990000041
Phone : (941) 923-0964
Fax Number : (941) 925-4874

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

YOUR BABY IS OURS - PET SITTERS, INC.

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ARTICLES OF INCORPORATION
OF
YOUR BABY IS OURS - PET SITTERS, INC.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the Chapter 607 of the Florida Corporate Code do hereby certify the following:

FIRST: The name of the corporation shall be YOUR BABY IS OURS - PET SITTERS, Inc.

SECOND: The address of the initial registered office of the corporation is 5777 Beneva Rd. South, County of Sarasota. The name of the registered agent located at said address is Daniel L. Prewett.

THIRD: The principal address of the corporation is 1608 18th Street, Sarasota, FL 34234.

FOURTH: The purpose for which this corporation is organized shall be to engage pet care services. The corporation may engage in any other transaction or business permitted under the laws of the United States and of this State.

FIFTH: The total authorized stock of this corporation is divided into 1,000 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Mercedes Seymour, PO Box 18929, Sarasota, FL 34276
Rosemary Ann Adams, 2945 Duar Terrace, North Port, FL 34287

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name(s) and address(es) of the person who is to act as incorporator(s) are as follows:

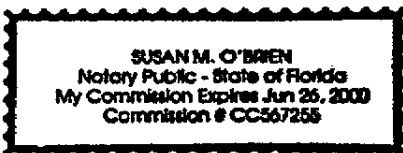
Daniel L. Prewett, 5777 Beneva Rd. South, Sarasota, FL 34233

We(I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 1 day of July, 1999.

State of Florida

County of Sarasota

THE FOREGOING instrument was acknowledged and sworn to before me this 1 day of July, 1999 by Daniel L. Prewett



Susan M. O'Brien
Notary Public
STATE OF FLORIDA DEPARTMENT OF STATE

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

I agree as Resident Agent to accept Service of Process; to keep an office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.

J.H. Accounting Services, Inc.
5777 Beneva Road South
Sarasota, FL 34233
(941) 925-4874

Daniel L. Prewett
Daniel L. Prewett, Registered Agent

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