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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

PET BY NET, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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N. GULLIGAN JUL 15 1999

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: PET BY NET, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5040 N.E. 13th Avenue
Ft. Lauderdale, Florida 33334

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Twenty Million (20,000,000)

ARTICLE IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE V RESTRICTIONS ON TRANSFER OF SHARES

No shares shall be issued or transferred without the express approval of the board of directors.

Prepared By:
LAW OFFICES OF
MICHAEL I. SANTUCCI, P.A.
4901 North Federal Highway
Suite 440
Fort Lauderdale, FL 33306
Telephone: (954) 492-0071
Florida Bar No. 0105260

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TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL REGISTERED AGENT/ADDRESS

The name and address of the initial registered agent is:

MICHAEL L. SANTUCCI, ESQ.
Nations Bank Building
4901 N. Federal Highway, Suite 440
Ft. Lauderdale, Florida 33308

ARTICLE VII INCORPORATOR

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

JAMES M. SCHWINN
5220 S.W. 6th Street
Plantation, Florida 33317

The undersigned incorporator has executed these Articles of Incorporation this 14 day
of July, 1999.


JAMES M. SCHWINN

Prepared By:
LAW OFFICES OF
MICHAEL L. SANTUCCI, P.A.
4901 North Federal Highway
Suite 440
Fort Lauderdale, FL 33308
Telephone: (954) 492-0071
Florida Bar No. 0195260

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

PURSUANT TO FL. STAT. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **PET BY NET, INC.**
2. The name and address of the registered agent is: **MICHAEL I. SANTUCCI, ESQ.**
Nations Bank Building
4901 N. Federal Highway
Suite 440
Ft. Lauderdale, Florida 33308

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

7/14/99
DATE

BY: 
MICHAEL I. SANTUCCI, ESQ.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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