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LAW OFFICES OF

**BARRY R. HILLMYER, P.A.**

ATTORNEY & COUNSELLOR AT LAW

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09 AUG 13 PM 3:12

CLERK OF STATE  
TALLAHASSEE, FLORIDA

2135 COTTAGE STREET  
POST OFFICE BOX 960  
FORT MYERS, FL 33902  
(941) 334-6666  
FAX 334-7392

August 10, 1999

Corporate Records Bureau  
Corporations Division  
Department Of State  
Post Office Box 6327  
Tallahassee, Florida 32314

**RE: DOGGIE-GO-ROUND, INC.**

Gentlemen:

With reference to the above corporation, enclosed please find the following:

1. Original and one copy of Articles Of Incorporation.
2. Our check in the amount of \$122.50, to cover the following:

Filing Fee: \$ 35.00  
Registered Agent: 35.00  
Certified Copy: 52.50

TOTAL AMOUNT: \$122.50

300002959103--6  
-08/13/99--01049--005  
\*\*\*\*122.50 \*\*\*\*\*78.75

Please file these Articles Of Incorporation and forward the certified copy to the undersigned.

Very truly yours,

  
Barry R. Hillmyer

BRH/lac

Encs.

doggie\sec-st.ltr

PH 8/18/99 ✓

ARTICLES OF INCORPORATION  
OF

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOGGIE-GO-ROUND, INC.

ARTICLE I - Name

The name of this corporation is DOGGIE-GO-ROUND, INC.

ARTICLE II - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - Capital Stock

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office, the principal office, and the mailing address of this corporation is 2050 McGregor Boulevard, Fort Myers, Florida 33901, and the name of the initial registered agent of this corporation at that address is John H. Shearer, Jr.

ARTICLE VI - Initial Board Of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one.

The names and addresses of the initial directors of this corporation who shall hold office, unless otherwise provided in the duly adopted by-laws of this corporation, for the first year of existence of the corporation or until their successors are elected and qualified, are as follows:



ARTICLE XII - Compensation

The directors and all other officers of this corporation shall serve without compensation, unless expressly otherwise provided by unanimous vote of the Board Of Directors.

ARTICLE XIII - Amendment

This 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 10 day of August, 1999.

Ronald E. Williams  
Ronald E. Williams

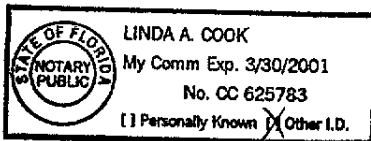
STATE OF FLORIDA  
COUNTY OF LEE

Before me, a Notary Public authorized to take acknowledgments, personally appeared Ronald E. Williams, who presented FL DL Lic W452-725-44-005, as identification, and who executed the foregoing Articles Of Incorporation, and they acknowledged before me that they executed said Articles Of Incorporation.

SWORN TO AND SUBSCRIBED before me this 10<sup>th</sup> day of August, 1999.

Linda A. Cook  
Notary Public

My Commission Expires:



LINDA A. COOK

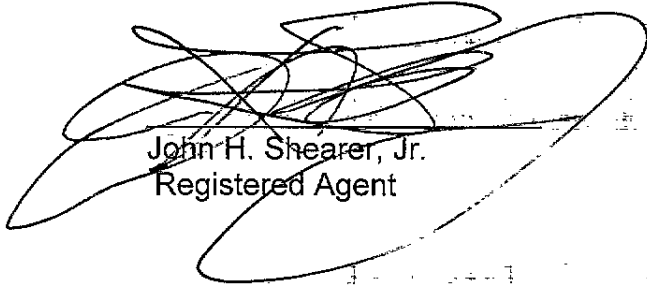
Notary Public - Printed

Commission No.: \_\_\_\_\_

(SEAL)

ACKNOWLEDGMENT OF REGISTERED AND RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



John H. Shearer, Jr.  
Registered Agent

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TALLAHASSEE, FLORIDA