

LAW OFFICES OF
JUDY BARRINGER BONEVAC

2780 EAST OAKLAND PARK BOULEVARD
FORT LAUDERDALE, FLORIDA 33306

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PP9000080867

September 2, 1999

Secretary of State of Florida
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation—Canine To Five, Inc.

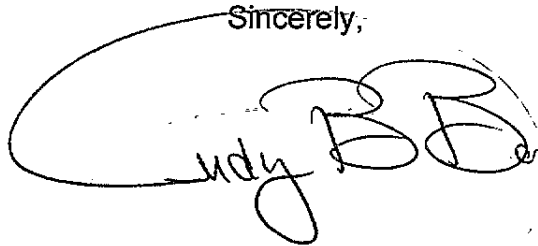
Ladies And Gentlemen:

Enclosed please find the following relative to the above-referenced matter:

1. Original Articles Of Incorporation;
2. Duplicate original thereof for certification;
3. Check in the amount of \$78.50 ((\$70.00 as the filing fee and \$8.75 for the certified copy); and
4. Stamped, pre-addressed envelope for the return of the certified copy.

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-09/07/99--01111--009
*****78.50 *****78.50

Sincerely,



Judy B. Bonevac

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Enclosures

T BROWN SEP 13 1999

ARTICLES OF INCORPORATION
OF
CANINE TO FIVE, INC..

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is CANINE TO FIVE, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V -PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock including all common stock and all authorized preferred stock of this corporation, 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 VII - ADDRESS

The street address of the initial business address of this corporation is 4 Las Sendas, Boynton Beach, FL 33426.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Board of Directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
SARAH G. ZOLTEN	4 Las Sendas Boynton Beach, FL 33426

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
SARAH G. ZOLTEN	4 Las Sendas Boynton Beach, FL 33426

ARTICLE X - RESIDENT AGENT

The street address of the initial resident office of this corporation is 4 Las Sendas, Boynton Beach, FL 33426 and the name of the initial resident agent at this address is SARAH G. ZOLTEN. This corporation shall have the privilege of having branch offices at other places within or without the State of Florida. This corporation may, at its discretion, at any time, change the address of the principal place of business.

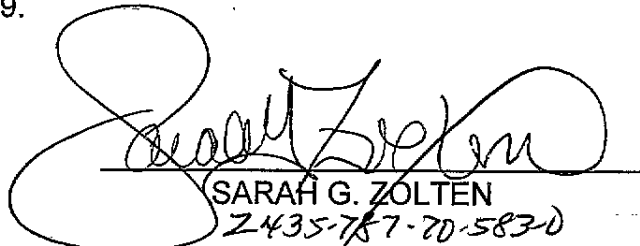
ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - 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.

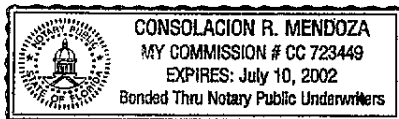
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of August, 1999.

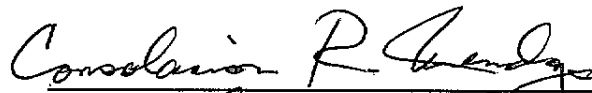

SARAH G. ZOLTEN
2435-787-70-5830

STATE OF FLORIDA
COUNTY OF Palm Beach

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SARAH G. ZOLTEN, known to me to be the person who executed the foregoing Articles of Incorporation or who has produced her Florida driver's license as identification and who executed the foregoing instrument and acknowledged before me that she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal in the State and County aforesaid this 25th day of August, 1999.




Print Name CONSOLACION R. MENDOZA
Notary Public, State of Florida

My Commission Expires:

July 10, 2002

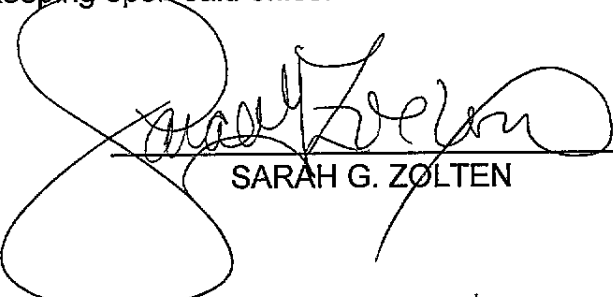
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That CANINE TO FIVE, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named SARAH G. ZOLTEN as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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


SARAH G. ZOLTEN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA