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99 SEP 23 AM 10: 56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

400002994664--3

-09/23/99-01037-005

122.50 **78.75

EFFECTIVE DATE

10-1-99

Secretary of State
Department of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sirs:

Enclosed please find the following documents:

1. An original and one copy of the Articles of Incorporation for the proposed corporation of DEBBIE'S PET SUPPLIES, INC.
2. An original and one copy of the Certificate designating the Registered Agent and Office for service of process within the State of Florida.
3. Check number 0935 in the amount of one hundred twenty two dollars fifty cents (\$122.50) to cover the filing cost.

Please certify the enclosed copies and return same to the address designated below.

Sincerely,

Debra Spencer
14826 Garson Loop
Spring Hill, FL 34610
(727) 869-7294

PH 5/27/99

ARTICLES OF INCORPORATION
OF
DEBBIE'S PET SUPPLIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to the Articles of Incorporation hereby forms a corporation for profit under the laws of the State of Florida.

EFFECTIVE DATE

ARTICLE I - NAME

10-1-99

The name of the corporation shall be DEBBIE'S PET SUPPLIES, INC., and the mailing address of the corporation shall be 14192 U.S.Hwy 19, Hudson, FL 34667.

ARTICLE II - DURATION

The period of duration of this corporation is perpetual beginning on the 1st day of October, 1999.

ARTICLE III - NATURE OF BUSINESS

The general character or nature of the business of the corporation to be transacted is; retail sales of pet supplies for the private and public sector, and any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - REGISTERED AGENT

The initial Registered Agent of the corporation is Debra Spencer and the street address of the initial Registered Office of the corporation is; 14826 Garson Loop, Spring Hill, FL 34610

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue and have outstanding a maximum of one thousand (1,000) shares of common stock having a par value of ten cent (\$0.10) per share.

ARTICLE VI - INITIAL DIRECTOR

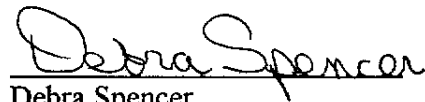
Debra Spencer
14826 Garson Loop
Spring Hill, FL 34610

The above named person shall serve as Director of the corporation for the first year of existence or until successors have been suitably elected or appointed and qualified.

ARTICLE VII - AMENDMENT OF ARTICLES

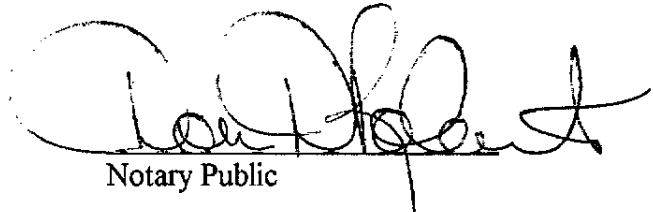
These Articles of Incorporation may be amended by the Board of Directors in the manner provided by law.

IN WITNESS WHEREOF, the undersigned as Incorporation has executed the Articles of Incorporation on the 17 day of September, 1999.

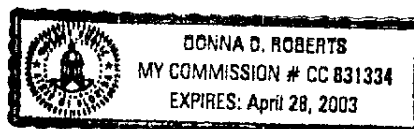

Debra Spencer
Incorporator
FL DL S15217255559-0

STATE OF FLORIDA
COUNTY OF Pasco

The foregoing instrument was acknowledged before me by Debra Spencer as initial Incorporator of DEBBIE'S PET SUPPLIES, INC. on the 17 day of September, 1999.


Notary Public

My commission expires:



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CLERK OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA

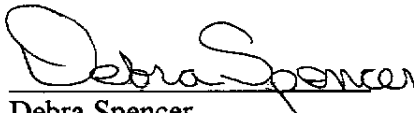
This Certificate is submitted pursuant to Chapters 48 and 607, Florida Statutes.

1.) DEBBIE'S PET SUPPLIES, INC., being a corporation duly organized under the laws of the State of Florida, hereby designates Debra Spencer as registered Agent for said corporation for service of process within the State of Florida.

2.) In addition, the aforesaid corporation hereby designates 14826 Garson Loop, Spring Hill, FL 34610s the street address of the Registered Office of the corporation.

ACCEPPTANCE

The undersigned, having been designated to accept service of process for the above identified corporation, hereby accepts said designation and agrees to comply with the provisions of Chapters 48 and 607, Florida Statues.


Debra Spencer