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VINCENT NARBONE
DOROTHY NARBONE
6219 JOHNSON STREET
HOLLYWOOD, FLORIDA 33024

FILED
99 NOV -4 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 25, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

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-11/04/99-01056--004
*****70.00 *****70.00

Re: AKZ GROOMING, INC.

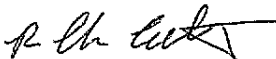
To Whom It May Concern:

Enclosed please find the original and a copy of the Articles of Incorporation, as referred above, together with a check for \$70.00.

This represents the cost of the Filing Fees, Articles of Incorporation and fee for registered Agent Designation.

Please stamp the extra copy and return (in the enclosed self- addressed, stamped envelope) at your earliest convenience.

Sincerely,



R. Chris Cottone

Enclosures

RECEIVED NOV 5 1999

ARTICLES OF INCORPORATION
OF
AKZ GROOMING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida

ARTICLE I- CORPORATE NAME

The name of the corporation: **AKZ GROOMING, INC.**

ARTICLE II- DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III- PURPOSE

This corporation is organized for the purpose of engaging activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV- CAPITAL STOCK

The corporation is authorized to issue TEN THOUSAND (10,000) shares of (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

R. CHRIS COTTONE
C/O GREENTREE FINANCIAL SERVICES CORP.
2901 S. PALM-AIRE DR., STE# 107
POMPANO BEACH, FL 33069

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one (1). The names and addresses of the initial board of directors of the corporation are as follows:

VINCENT NARBONE
6219 JOHNSON STREET
HOLLYWOOD, FL 33024

DOROTHY NARBONE
6219 JOHNSON STREET
HOLLYWOOD, FL 33024

ARTICLE VII - OFFICERS

The following individuals shall hold office for the Corporation as designated below:

VINCENT NARBONE
DOROTHY NARBONE
DOROTHY NARBONE

PRESIDENT
VICE - PRESIDENT
SECRETARY/TREASURER

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

VINCENT NARBONE
6219 JOHNSON STREET
HOLLYWOOD, FL 33024

ARTICLE IX - PRINCIPAL PLACE OF BUSINESS

The principal place of business for the corporation is as follows:

6219 JOHNSON STREET
HOLLYWOOD, FL 33024

IN WITNESS WHEREOF, The undersigned subscriber has executed these Articles of Incorporation this 25TH day of OCTOBER, 1999.

Vincent NARBONE
VINCENT NARBONE

STATE OF FLORIDA)
) SS: 332-30-0067
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

VINCENT NARBONE

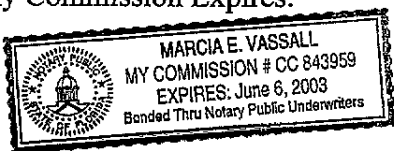
known to me and has provided the following identification

FLORIDA DRIVER'S LICENSE NO: 7N615 860 37442-0

and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF. I have hereunto affixed my hand and seal, in the State and County aforesaid, this 25TH day of OCTOBER, 1999.

My Commission Expires:



Marcia E. Vassall
(Notary Public)

MARCIA VASSALL
(Printed Name of Notary)

CERTIFICATE OF REGISTERED AGENT

OF

AKZ GROOMING, INC.


Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

2901 S. PALM-AIRE DR., STE 107
POMPANO BEACH, FL 33069

has named R. Chris Cottone located at the aforesaid address, as Registered Agent to accept service of process within this state.

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



R. CHRIS COTTONE
(Registered Agent)

SECRETARY OF STATE
TALAHASSEE, FLORIDA

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The name and address of the Initial Registered Agent of this Corporation is:

R. CHRIS COTTONE
C/O GREENTREE FINANCIAL SERVICES
2901 S. PALM-AIRE DR. #107
POMPANO BEACH, FL 33069

Date: 10/25/99