

568802

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

600002728686--7
-01/04/99--01033--025
*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PET WORLD OF MIAMI, INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

FILED
99 JAN 7 4 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
JAN 4 11:34 AM '99

- Walk in
- Pick up time 2.00
- Mail out
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amend

VS JAN 4 1999

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

FILED
99 JAN -4 PM 12: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PET WORLD OF MIAMI, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE V: THIS ARTICLE IS BEING AMENDED BY DELETING ONE DIRECTOR. KARINA PUBCHARA RESIGNS AS PRESIDENT SECRETARY AND DIRECTOR OF PET WORLD OF MIAMI, INC.

ARTICLE V: THE BOARD OF DIRECTORS ELECTED FRANK J. PUBCHARA PRESIDENT, SECRETARY AND TREASURER, FRANK J. PUBCHARA'S HOME ADDRESS IS 7835 S.W. 127 COURT. MIAMI, FL. 33183

THE ADDRESS OF THE RESIDENT AGENT CHANGES TO 7835 S.W. 127 COURT. MIAMI, FL. 33183.

PET WORLD OF MIAMI, INC.
7575 S.W. 127TH AVE.
MIAMI, FL. 33183

SECOND: The date of each amendment's adoption: DECEMBER 1ST, 1998

THIRD: Adoption of Amendment(s) (check one)

XXXX

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not require.

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not require.

(continued)

(continued)

----- The amendment(s) was/were approved by the shareholders.
----- The number of votes cast for the amendment(s) was/were
sufficient for approval.

----- The amendment(s) was/were approved by the shareholders through
----- voting groups.

(The following statement must be separately provided for
each voting group entitled to vote separately on the
amendment(s).)

The number of votes cast for the amendment(s) was/were
sufficient for approval by _____

(voting group)

Sign this 1ST day of DECEMBER, 19 98

By



(Chairman or Vice Chairman of the Board of
Directors, President or other officer if adopted
by the shareholders)

FRANK J. PUBCHARA

(Typed or print name)

INCORPORATOR

(Title)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS :

PET WORLD OF MIAMI, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS :

FRANK J. PUBCHARA

(NAME)

7835 S.W. 127 COURT.

(P.O. BOX NOT ACCEPTABLE)

MIAMI, FL. 33183

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND 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.

SIGNATURE



DATE