F01000001542

CSC THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 064043 4304369

AUTHORIZATION : Patricia Piggiuto

COST LIMIT : $ 70.00

01 MAR -5 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ORDER DATE : March 2, 2001

ORDER TIME : 9:41 AM

ORDER NO. : 064043-010

CUSTOMER NO: 4304369

CUSTOMER: Ms. Inga Scheckel
Lord, Bissell & Brook
Suite 3500
115 South Lasalle Street
Chicago, IL 60603

400003797574--1

FOREIGN FILINGS

(8)

NAME: ANIMAL HEALTH SUPPLIES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR -5 AM 10:46
NOT INTENDED TO ACKNOWLEDGE SUFFICIENCY OF FILING

JK
3/5

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: ____________

Please file 2nd

'01 MAR -5 PM 1:08 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 5, 2001

RESUBMIT

Please give original submission date as file date.

SUSIE KNIGHT
CSC
TALLAHASSEE, FL

SUBJECT: ANIMAL HEALTH SUPPLIES, INC.
Ref. Number: W01000004920

RECEIVED DEPARTMENT OF STATE DIVISION OF CORPORATIONS 2001 MAR 16 AM 10:03

We have received your document for ANIMAL HEALTH SUPPLIES, INC. and the authorization to debit your account in the amount of $70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 601A00013317

RECEIVED 01 MAR -5 PM 4:45 DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

01 MAR -5 PM 1:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 19, 2001

OKAY TO FILE
PER KB + BT 3/22

SUSIE KNIGHT
CSC
TALLAHASSEE, FL

RESUBMIT
Please give original
submission date as file date.

SUBJECT: ANIMAL HEALTH SUPPLIES, INC.
Ref. Number: W01000004920

P96000065053 will be required to change its name.

We have received your document for ANIMAL HEALTH SUPPLIES, INC. and the authorization to debit your account in the amount of $70.00. However, the document has not been filed and is being returned for the following:

We are sorry to have to return this a second time. As discussed, the name of this corporation is still not available in Florida, because there is another Florida corporation still on our files using the name ANIMAL HEALTY SUPPLY, INC. This coporation was Administratively Dissolved on 9/22/00, and we are required to reserve their name for 1 year in case they want to reinstate.

Possibly, they are not going to wish to reinstate, and if you could furnish us with an affidavit from them stating that they are not going to reinstate, then this Delaware corporation would be free to use the name ANIMAL HEALTH SUPPLIES, INC. in Florida.

But if the corporation is going to reinstate, then the name would not be available, and the resolution instructions in the following paragraph would apply.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

RESUBMIT
Please give original
submission date as file date.

FILED
01 MAR -5 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Buck Kohr
Corporate Specialist

Letter Number: 301A00016545

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

01 MAR -5 PM 1:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Animal Health Supplies, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. 37-1406284
(FEI number, if applicable)

4. December 28, 2000
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 6551 Broadway Ave.
(Principal office address)

Jacksonville, FL 32205
(Current mailing address)

8. Distributor or dairy products and farm equipment.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee (City), Florida 32301 (Zip code)

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
Laura D. Mudu As its agent
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. **Names and business addresses of officers and/or directors:**

A. DIRECTORS

FILED
01 MAR -5 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Chairman: See attached officers/directors rider

Address: ______

Vice Chairman: ______

Address: ______

Director: ______

Address: ______

Director: ______

Address: ______

B. OFFICERS

President: See attached officers/directors rider

Address: ______

Vice President: ______

Address: ______

Secretary: ______

Address: ______

Treasurer: ______

Address: ______

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ray McCurdy, Secretary and Treasurer
(Typed or printed name and capacity of person signing application)

ANIMAL HEALTH SUPPLIES, INC.
DIRECTORS AND OFFICERS

Name	Title	Address
Dirk Hejnal	Director and Chairman	1880 Country Farm Dr. Naperville, IL 60563
Stephen G. McDonald	Director and President	6551 Broadway Ave. Jacksonville, FL 32205
Robert C. Chavers	Director and Executive Vice President	6551 Broadway Ave. Jacksonville, FL 32205
Ray McCurdy	Director, Secretary and Treasurer	1880 Country Farm Dr. Naperville, IL 60563
Robert H. Bard	Director	6551 Broadway Ave. Jacksonville, FL 32205

State of Delaware

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ANIMAL HEALTH SUPPLIES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF MARCH, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
01 MAR -5 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3337270 8300

010105444

AUTHENTICATION: 1000995

DATE: 03-02-01