

CORPORATION SYSTEM

FOI 00000 3557

FILED
01 JUL -5 PM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Webster Veterinary Supply, Inc.

100004460081--4
-07/05/01--01065--008
*****87.50 *****87.50

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

7/5/01

Order#: 4605442

OK

Ref#: _____

Amount: \$ _____

RECEIVED
01 JUL -5 AM 11:14
DIVISION OF CORPORATION

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN 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.

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TALLAHASSEE, FLORIDA

1. Webster Veterinary Supply, 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. Minnesota 3. 41-2008897
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/18/2001 5. Perpetual
(Date of incorporation) (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. 1031 Mendota Heights Road, St. Paul, MN 55120
(Principal office address)

same
(Current mailing address)

8. The Sale of Veterinary Supplies.
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

C T Corporation System
By: Thomas R. Bednar
(Registered agent's signature)
Thomas R. Bednar, Asst. Secy.

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

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE FLORIDA

B. OFFICERS

President: SEE ATTACHMENT

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. Royce L. Armstrong
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. R. Stephen Armstrong, Vice President
(Typed or printed name and capacity of person signing application)

WEBSTER VETERINARY SUPPLY, INC.

OFFICER/DIRECTOR LISTING

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TALLAHASSEE, FLORIDA

OFFICERS			
NAME	OFFICE/TITLE	RESIDENCE ADDRESS	BUSINESS ADDRESS
Peter L. Frechette	Chairman/CEO	4232 Fremont Ave. South Minneapolis, MN 55409	1031 Mendota Heights Road St. Paul, MN 55120
R. Stephen Armstrong	VP/CFO/Treasurer	11436 Zion Circle Bloomington, MN 55437	1031 Mendota Heights Road St. Paul, MN 55120
Jeffrey H. Webster	President/COO	287 Westford Road Concord, MA 01742	86 Leominster Road Sterling, MA 01564
Matthew L. Levitt	Secretary	18827 Kingwood Terrace Minnetonka, MN 55345	1031 Mendota Heights Road St. Paul, MN 55120

DIRECTORS		
NAME	RESIDENCE ADDRESS	BUSINESS ADDRESS
Peter L. Frechette	4232 Fremont Ave. South Minneapolis, MN 55409	1031 Mendota Heights Road St. Paul, MN 55120
R. Stephen Armstrong	11436 Zion Circle Bloomington, MN 55437	1031 Mendota Heights Road St. Paul, MN 55120

State of Minnesota

SECRETARY OF STATE

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TALLAHASSEE, FLORIDA

Certificate of Good Standing

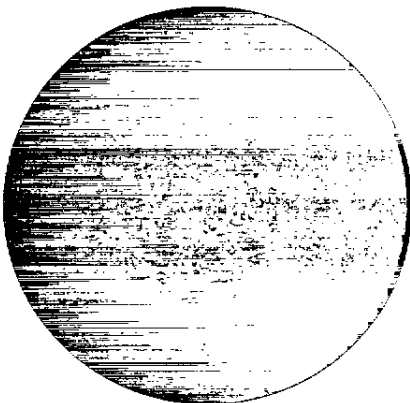
I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Webster Veterinary Supply, Inc.

Date Formed: 06/18/2001

Chapter Governed By: 302A

This certificate has been issued on 06/20/01.



Mary Kiffmeyer
Secretary of State.