

BROOKER & ROONEY, P.A.
ATTORNEYS AT LAW

Elizabeth Stewart Brooker

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Paralegal/Office Manager

Diana M. Beasley
Senior Paralegal/Investigator

April 25, 2003

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

SUBJECT: FLORIDA VETERINARY ASSOCIATES, INCORPORATED

Enclosed is an original and one copy of the Articles of Incorporation and a check for:

Filing fee and certificate \$ 70.00

Sincerely,



ELIZABETH STEWART BROOKER

Enc: Articles of Incorporation
Copy of Articles of Incorporation
Check in the amount of \$ 70.00

ARTICLES OF INCORPORATION
OF
FLORIDA VETERINARY ASSOCIATES, INCORPORATED

FILED
03 APR 29 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME

The name of this corporation is FLORIDA VETERINARY ASSOCIATES, INCORPORATED.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence.

ARTICLE THREE - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock that shall be designated as "Common Shares."

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2841 N.W. Federal Highway, Stuart, Florida 34994 and the initial registered agent of this corporation at that address is BRUCE R. BIERBAUM.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is:
BRUCE R. BIERBAUM, 2841 N.W. Federal Highway, Stuart, Florida 34994.

ARTICLE SEVEN - INCORPORATOR

The name and address of the Incorporator signing these articles is: BRUCE R. BIERBAUM, 2841 N.W. Federal Highway, Stuart, Florida 34994.

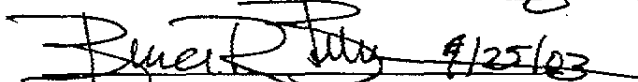
ARTICLE EIGHT - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE NINE - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

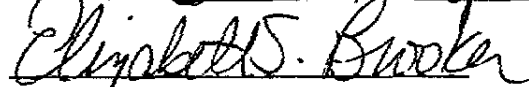
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 25 day of April, 2003.


BRUCE R. BIERBAUM

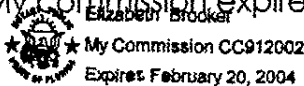
STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public personally appeared BRUCE R. BIERBAUM, personally known by me and she acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 25th day of April, 2003.


NOTARY PUBLIC
State of Florida at Large

My commission expires:

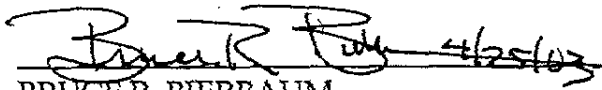


**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

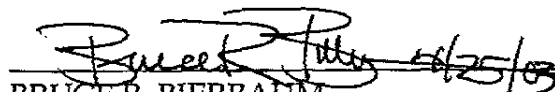
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that FLORIDA VETERINARY ASSOCIATES, INCORPORATED desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2841 N.W. Federal Highway, Stuart, Florida 34994 has named BRUCE R. BIERBAUM, located at 2841 N.W. Federal Highway, Stuart, Florida 34994 as its agent to accept service of process within Florida.

Dated this 25th day of April, 2003.


BRUCE R. BIERBAUM,
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


BRUCE R. BIERBAUM,
Resident Agent

03 APR 29 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED