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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

000002700530--5  
-12/02/98--01073--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gulf Breeze Animal Hospital, Inc

Profit - Articles

NonProfit

Amendment

Merger

Limited Liability Company

Foreign

Dissolution/Withdrawal

Mark

Limited Partnership

Annual Report

Other ucc-1 / ucc-3

Reinstatement

Reservation

Change of R.A.

Limited Liability Partnership

Fictitious Name

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Hal

**CERTIFICATE OF INCORPORATION**  
**OF**  
**GULF BREEZE ANIMAL HOSPITAL, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE ONE:**

Name

The name of the corporation is Gulf Breeze Animal Hospital, Inc.

**ARTICLE TWO:**

Principal Office

The principal place of business and mailing address of this corporation shall be:

2727 Gulf Breeze Parkway  
Gulf Breeze, Florida 32561

**ARTICLE THREE:**

Shares

The number of shares of stock this corporation is authorized to have outstanding at any one time is: 1,000

**ARTICLE FOUR:**

Initial Registered Agent and Office

The name and Florida street address of the initial registered agent are:

C T Corporation System  
c/o C T Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

**ARTICLE FIVE:**

**Initial Board of Directors**

The number of directors constituting the initial Board of Directors is one. Thereafter, the number of directors constituting the Board of Directors shall be fixed by or in accordance with the bylaws of the corporation. The name and address of the person who is to serve as sole director of the corporation until the first annual meeting of the shareholders or until his successor is duly elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
Gary D. Burge	736 Whalers Way, Building F Fort Collins, Colorado 80525

**ARTICLE SIX:**

**Indemnification of Officers and Directors**

The corporation shall indemnify any person who was, is or is threatened to be made a named defendant or respondent in a proceeding because the person (a) is or was a director or officer of the corporation, including unless the context requires otherwise, the estate or personal representative of a director, or officer, or (b) an individual who, while a director, or officer of a corporation, is or was serving at the corporation's request as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, to the fullest extent permitted by the Florida Business Corporation Act, as the same exists or may hereinafter be amended (but in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than such Act permitted the corporation to provide prior to such amendment). A director is considered to be serving an employee benefit plan at the corporation's request if his duties to the corporation also impose duties on, or otherwise involve services by, him to the plan or to participants in or beneficiaries of the plan.

As used herein, the term "proceeding" means any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, whether formal or informal that could lead to such an action, suit, or proceeding.

ARTICLE SEVEN:

The name and address of the undersigned incorporator to these Articles of Incorporation are:


Name

Address

Leanne Redding

2200 Ross Avenue, Suite 2200  
Dallas, Texas 75201

THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the Florida Business Corporation Act, does hereby certify that the facts herein stated are true, and has accordingly hereunder set my hand this 1<sup>st</sup> day of December, 1998.

  
Leanne Redding  
Incorporator

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT

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BY REGISTERED AGENT

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C T Corporation System hereby accepts the appointment  
as registered agent of Gulf Breeze Animal Hospital, Inc.

C T Corporation System  
Registered Agent

By: \_\_\_\_\_



Assistant Secretary

Richard McEver, Asst. V.P.

Date: 12-1-98