

AMERICAN & ZEPHYRUS
PHIOPHOBIC ASSOCIATION
THE BOCA RACE, WHITE BOW
BROS. GL. ROAD
BOCA RATON, FLORIDA 33431
TELEPHONE (407) 994-4411

FILED
95 AUG 05 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:**

1. UNITED PET CARE, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. AUGUST 18, 1995 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. NOT CONDUCTING BUSINESS AT THIS TIME IN THE STATE OF FL.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. THREE CHRISTINA SENTRE, 201 N. WALNUT STREET
WILMINGTON, DE 19801
(Current mailing address)
8. PLEASE SEE ATTACHED ARTICLES OF INCORPORATION.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

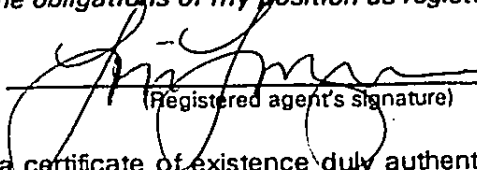
9. Name and street address of Florida registered agent:

Name: LORI A. LOVGREN
Office Address: 888 S.E. 3RD AVENUE, Suite 500
Ft. Lauderdale, Florida, _____

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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.


(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Dr. Mike Solnik
Address: 7900 Glades Road, Suite 610
Boca Raton, FL 33434

Vice Chairman: DR. ANDREW RICHMAN
Address: 7900 Glades Road, Suite 610
Boca Raton, FL 33434

Director: Dr. Mike Solnik
Address: 7900 Glades Road, Suite 610
Boca Raton, FL 33434

Director: DR. ANDREW RICHMAN
Address: 7900 Glades Road, Suite 610
Boca Raton, FL 33434

B. OFFICERS

President: Dr. Mike Solnik
Address: 7900 Glades Road, suite 610
Boca Raton, FL 33434

Vice President: DR. ANDREW RICHMAN
Address: 7900 Glades Road, Suite 610
Boca Raton, FL 33434

Secretary: Dr. Mike Solnik
Address: 7900 Glades Road, Suite 610
Boca Raton, FL 33434

Treasurer: DR. ANDREW RICHMAN
Address: 7900 Glades Road, Suite 610
Boca Raton, FL 33434

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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.

DR. MIKE SOLNIK, CHAIRMAN
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNITED PET CARE, 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 FIRST DAY OF AUGUST, A.D. 1996.



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

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DATE:

08-01-96

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