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September 16, 1999

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^CERTIFIED TAX LAWYER

Florida Bar Board of Certification

WILLARD AYRES

1910-1988

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002989771--6
-09/17/99-01060-003
*****35.00 *****35.00

Re: Bloomer & Phillips Equine Practice, P.A.

Dear Sir or Madam:

Enclosed for filing please find the Articles of Amendment to the Articles of Incorporation of Bloomer & Phillips Equine Practice, P.A. Our check in the amount of \$35.00 is enclosed. Once the Articles of Amendment have been filed, please return a copy to my attention.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,

AYRES, CLUSTER, CURRY,
McCALL & BRIGGS, P.A.

By:

Jeffrey L. Sauey
Jeffrey L. Sauey

JLS:det
Enclosures

NC
9-23-99
JLS

FILED
99 SEP 17 AM 9:34
TALLAHASSEE, FLORIDA
DIVISION OF STATE

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF
BLOOMER & PHILLIPS EQUINE PRACTICE, P.A.**

This Articles of Amendment to the Articles of Incorporation of Bloomer & Phillips Equine Practice, P.A. is made pursuant to Florida Statutes Section 607.1006 (1997).

1. Article I of the Articles of Incorporation of Bloomer & Phillips Equine Practice, P.A., a Florida corporation, filed on December 21, 1988, is hereby amended, and shall hereafter read as follows:

ARTICLE I-NAME

The name of this Corporation is BLOOMER & CANTRELL
EQUINE PRACTICE, P.A.

2. The foregoing Amendment was adopted by the unanimous vote of the Board of Directors pursuant to Florida Statutes Section 607.1002(7) (1997), and Shareholder action was not required.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment this 7th day of September, 1999.


Robert J. Bloomer, D.V.M.,
President

STATE OF FLORIDA)
COUNTY OF MARION)

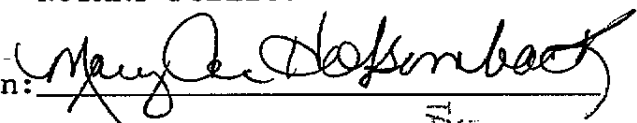
The foregoing instrument was acknowledged before me this 7th day of September, 1999, by ROBERT J. BLOOMER, D.V.M., who is personally known to me or who did produce _____ as identification.

NOTARY PUBLIC:



MaryAnne Holsomback
MY COMMISSION # CC555790 EXPIRES
May 19, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Sign: _____



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TALLAHASSEE, FLORIDA