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CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN OCT 29 2004

INFANTINO AND BERMAN

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October 26, 2004

Florida Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

FILED
2004 OCT 27 PM 1:21
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: Kindred Spirits Animal Clinic LLC and Kindred Spirits Animal Clinic, P.A.

Gentlemen:

Enclosed are the following documents:

1. Articles of Amendment to Articles of Organization of Kindred Spirits Animal Clinic, LLC
2. Statement of Change of Registered Agent for Kindred Spirits Animal Clinic, P.A.
3. Statement of Change of Registered Agent for Kindred Spirits Animal Clinic, LLC
4. Articles of Merger

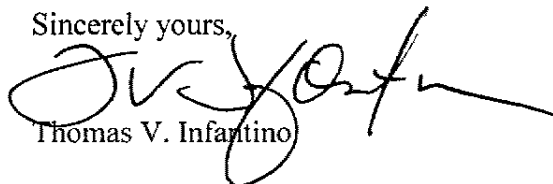
Please file in the order listed.

Enclosed is check in the amount of \$ 158.75 to cover:

- | | |
|--|---------|
| 1. Amendment to Articles of Organization | \$30.00 |
| 2. Statement of Change of Registered Agent for Kindred Spirits Animal Clinic, P.A. | \$35.00 |
| 3. Statement of Change of Registered Agent for Kindred Spirits Animal Clinic, LLC | \$25.00 |
| 4. Articles of Merger for Kindred | \$60.00 |
| 5. Certified Copy of Articles of Merger | \$8.75 |

Please mail the certified copy of the Articles of Merger to me in the enclosed envelope.

Sincerely yours,


Thomas V. Infantino

TVI:jb

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

KINDRED SPIRITS ANIMAL CLINIC, LLC

KINDRED SPIRITS ANIMAL CLINIC, LLC
(A Florida Limited Liability Company)

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J. H. HUGHES CORPORATION
TALLAHASSEE, FLORIDA

FIRST: The Articles of Organization were filed on 1-27-04 and assigned document number 204 000009424.

SECOND: The following amendment(s) to the Articles of Organization was/were adopted by the limited liability company:

1. Article II is amended to read as follows:

The mailing and street address of the Company's principal office is: 7306 South Orange Blossom Trail, Orlando, Florida 32809.

2. Article IV is amended to read as follows:

The Company's registered agent in Florida and the registered office is:

Thomas V. Infantino, Suite 7, 180 So. Knowles Ave., Winter Park, FL 32789.

3. The Affidavit attached to the Original Articles of Organization is amended to show, in paragraph 2, that there is only one member of the Company and that member is Jonathan Graham Kindred, also known as Jonathan G. Kindred, a licensed veterinarian.

THIRD: All remaining provisions not modified hereby shall remain the same.

Dated: October 26, 2004.

By: [Signature]
Name: Jonathan Graham Kindred, sole member and authorized person

Filing fee: \$25.00

*See RA
Change*