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Florida Department of State

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Account Name : ROGERS, TOWERS, BAILEY, ET AL

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LIMITED LIABILITY COMPANY

Jacksonville Veterinary ER, PL

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ARTICLES OF ORGANIZATION OF JACKSONVILLE VETERINARY ER, PL

These Articles of Organization are submitted for the purpose of forming a professional limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, and the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, as the same may from time to time be amended (the "Acts").

ARTICLE I- NAME

The name of this professional limited liability company (the "Company") is Jacksonville Veterinary ER, PL.

ARTICLE II - ADDRESS

The address of the principal office and mailing address of this Company is 3444 Southside Blvd., Suite 103, Jacksonville, Florida 32216.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 1301 Riverplace Blvd., Suite 1500, Jacksonville, Florida 32207, and the name of its initial registered agent at such address is Donald W. Wallis, Esquire.

ARTICLE IV - MANAGEMENT OF THE COMPANY

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE V - PURPOSE

The purpose of the Company is to render veterinary services.

ARTICLE VI - LIMITED LIABILITY

Except as otherwise expressly provided by the Acts, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of a Member of the Company, has executed these Articles of Organization this 15th day of December, 2004. In accordance with Sections 608.408(3) and 621.13, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Donald W. Wallis, Esquire

Authorized Representative

Jax\836452_I

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the below named professional limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the professional limited liability company is:

Jacksonville Veterinary ER, PL

2. The name and address of the registered agent and office are:

Donald W. Wallis, Esquire 1301 Riverplace Blvd., Suite 1500 Jacksonville, Florida 32207

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED PROFESSIONAL LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: December 15, 2004

Signature of Registered Agent

Donald W. Wallis, Esquire

Donald W. Wallis, Esquire