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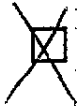
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FILE  
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TALLAHASSEE, FLORIDA

Timothy J. Warfel  
 Requestor's Name  
 2015 Centre Pointe Boulevard  
 Suite 105 Address  
 Tallahassee, FL 32308 942-1919  
 City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Tallahassee Veterinary Hospital, LLC  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Other

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**ARTICLES OF ORGANIZATION**  
**OF**  
**TALLAHASSEE VETERINARY HOSPITAL, LLC**

The undersigned Member hereby files these Articles of Organization in order to form a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I.**

**Name**

The name of the Company shall be Tallahassee Veterinary Hospital, LLC.

**ARTICLE II.**

**Effective Date**

The effective date of the Company shall be January 1, 2005.

**ARTICLE III.**

**Nature of Business**

The Company may engage in the practice of veterinary medicine and all members shall be licensed to practice veterinary medicine.

**ARTICLE IV.**

**Death, Retirement, Resignation, Etc. of a Member**

The remaining Members, if more than one, shall have the right to continue to carry on the business of the Company in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a member in a limited liability company.

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ARTICLE V.

Admission of Additional Members

Except as otherwise provided in the Operating Agreement, new members may be admitted by agreement of all existing Members upon payment of contribution agreed upon by the Members at the time of admission.

ARTICLE VI.

Management by the Members

Management of the Company is reserved to the members.

ARTICLE VII.

Duration of Company's Existence

The Company shall exist until December 31, 2056 unless dissolved according to law.

ARTICLE VIII.

Address of Registered Office, Registered Agent and Principal Office

The address of the initial registered office and principal office of the Company in the State of Florida shall be 2323 Centerville Road, Tallahassee, Florida 32308. The name of the initial registered agent of the Company at the above address shall be Joe W. Cordell, Jr. The Company may from time to time change the registered office to any other address in the State of Florida or change the registered agent. The mailing address of the Company shall be Post Office Box 12006, Tallahassee, Florida 32317.

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ARTICLE IX.

Transactions in Which Members  
Are Interested

(a) No contract or other transaction between the Company and one or more of its Members, or between the Company and any other Company, firm, or entity in which one or more of the Company's Member(s) are directors or officers, or have a financial interest, shall be void or voidable solely because of such relationship or interest, or solely because such Member(s) are present at or participate in the meeting of the Members or a committee thereof which authorizes, approves or ratifies such contract or transaction, or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Members or the committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose, without counting the votes or consents of such interested Members; or

(2) The fact of such relationship or interest is disclosed or known to the Members entitled to vote thereon, and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Company at the time it is authorized.

(b) Interested Members may be counted in determining the presence of a quorum at a meeting of the Members or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

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ARTICLE X.

Indemnification of Members and Managers

The Company hereby indemnifies and agrees to hold harmless from claim, liability, loss or judgment any Member or manager made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action, suit or proceeding by or on behalf of the Company to procure a judgment in its favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as a Member or manager of the Company or a Members, manager, Director, officer, employee or agent of any other company, partnership, joint venture, trust or other enterprise in which he served at the request of the Company, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, to the fullest extent permitted by Florida law and in accordance with the procedures specified by Florida law for determining the legality, applicability or appropriateness of such indemnification.

ARTICLE XI.

Amendment

These Articles of Organization may be amended in any manner now or hereafter provided for by law and all rights conferred upon Members hereunder are granted subject to this reservation.

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IN WITNESS WHEREOF, the undersigned, being the original subscribing Member to the foregoing Articles of Organization have hereunto set his hand and seal this 28<sup>th</sup> day of December, 2004.

  
JOE W. CORDELL, JR.

(In accordance with section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 48.091 and 608.415, the following is submitted:

Tallahassee Veterinary Hospital, LLC desiring to organize as a limited liability company under the laws of the State of Florida, has designated 2323 Centerville Road, Tallahassee, Florida 32308 as its initial Registered Office and has named Joe W. Cordell, Jr. located at said address, as its initial Registered Agent.

By: 

JOE W. CORDELL, JR.

Member

Having been named Registered Agent for the above stated Company, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping the office open.

  
JOE W. CORDELL, JR.

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