L05000002169

Florida Department of State
Division of Corporations
Public Access System

FILED

2005 JAN -6 P 12: 4

SECRETARY OF STATE
TALLAHASSEE, FLORID

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000004368 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

```
To:
      Division of Corporations
      Fax Number      : (850)205-0383

From:
      Account Name    : EMPIRE CORPORATE KIT COMPANY
      Account Number  : 072450003255
      Phone           : (305)634-3694
      Fax Number      : (305)633-9696
```

RECEIVED
05 JAN -6 PM 2: 32
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

petscan of south florida, llc

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	$155.00

ARTICLES OF ORGANIZATION

FOR

PETSCAN of South Florida, LLC
A Florida Limited Liability Company

The undersigned, as an authorized representative of PETSCAN of South Florida, LLC, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (the "Act"), does hereby adopt the following Articles of Organization:

ARTICLE I – NAME

The name of the limited liability company is: PETSCAN of South Florida, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company is:

3215 S. Ocean Blvd., #305
Highland Beach, Florida 33487

ARTICLE III – INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

Kenneth S. Pollock, Esq.
Newman, Pollock & Klein, LLP
2424 N. Federal Highway
Suite 411
Boca Raton, Florida 33431

ARTICLE IV -- DURATION

The period of duration of the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the written consent of the Members.

1

ARTICLE V – PURPOSE AND POWERS

The purpose of the Company is to transact any and all lawful business for which companies may be formed under the Act and all amendments and supplements thereto, or any law enacted to take the place thereof.

The Company shall have the power to do everything necessary, proper, advisable, or convenient for the accomplishment of its purpose, provided the same shall not be inconsistent with the laws of the State of Florida.

ARTICLE VI – RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT

If any provisions of these Articles of Organization differ or otherwise conflict with any provision of the Operating Agreement, then, to the extent allowed by applicable law, the Operating Agreement shall govern. Any Operating Agreement (as defined in Section 608.402(24) of the Act) relating to this Company must be in writing and signed by all of the members.

ARTICLE VII – LIMIATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to section 608.4235 of the Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE VIII- MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by the Members.

Date: January 6, 2005

By: _Kenneth S. Pollock_

Print name: Kenneth S. Pollock, Esq.
An Authorized Representative

2

HU00000043l08

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE OF PETSCAN of South Florida, LLC

FILED

2005 JAN -b P 12: 45

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, PETSCAN OF SOUTH FLORIDA, LLC A FLORIDA LIMITED LIABILITY COMPANY (THE "COMPANY"), HEREBY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

COMPANY

The name of the Company is: PETSCAN of South Florida, LLC.

REGISTERED AGENT/OFFICE

The name of the registered agent and the street address of the registered office are

Name: Kenneth S. Pollock, Esq.
Address: Newman, Pollock & Klein, LLP
2424 N. Federal Highway
Suite 411
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and is familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

NEWMAN, POLLOCK & KLEIN, LLP

By: _____
Print name: Kenneth S. Pollock, Esq.
Title: Partner
Date: January 6, 2005

3

H05000004368