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LIMITED LIABILITY COMPANY

Best Friends Animal Hospital, P.L.

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ARTICLES OF ORGANIZATION OF BEST FRIENDS ANIMAL HOSPITAL, P.L.

The undersigned, desiring to form a professional limited liability company under and pursuant to Chapter 621 Florida Statutes, entitled the "Florida Professional Service Corporation and Limited Liability Company Act," and Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, as amended, does hereby adopt the following Articles of Organization for such company:

ARTICLE I. NAME

The name of this company shall be BEST FRIENDS ANIMAL HOSPITAL, P.L.; and shall be referred to herein as "the Company" or "this Company."

ARTICLE II - PROFESSIONAL SERVICES.

The Company shall be engaged in the provision of professional veterinary services.

ARTICLE III. MAILING AND STREET ADDRESS

The initial mailing address for the Company is 1205 Manatee Avenue West, Bradenton, FL, 34205; the street address for the Company is 1205 Manatee Avenue West, Bradenton, FL, 34205.

Prepared By: Timothy A. Knowles (Fla Bar 0348181) Porges, Hamlin, et al. 1205 Manatee Avc. W. Bradenton, FL 34205 (941)748-3770 H12: 30

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ARTICLE IV. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office for this Company is as follows:

Timothy A. Knowles 1205 Manatee Avenue West Bradenton, FL 34205

ARTICLE V. MANAGEMENT OF COMPANY

This Company shall be managed by its members, pursuant to the terms and provisions of its Operating Agreement.

IN WITNESS WHEREOF, the undersigned, as the authorized representative of the members of the Company named above, has signed these Articles of Organization on this day of Masch., 2005.

representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.

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