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Account Name : BOWEN & CAMPIONE, P.A.
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Phone : (352) 589-1414
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Carousel Equine Clinic, LLC

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**Articles of Organization
Of
Carousel Equine Clinic, LLC**

**Article I
Name**

The name of the limited liability company ("Company") is **Carousel Equine Clinic, LLC**.

**Article II
Address**

The mailing and address of the Company's principal office is P.O. Box 560355, Montverde, FL 34756. The street address of the Company's principal office is 17558 CR 455, Monteverde, FL 34756.

**Article III
Duration**

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

**Article IV
Purpose and Powers**

This Company is organized with a general business purpose, and has all powers provided by law and may use those powers to any lawful purpose.

**Article V
Registered Agent and Office**

The name of the Company's initial registered agent in Florida is Bowen Radson Schroth, P.A. The address of the Company's registered office in Florida is 600 Jennings Avenue, Eustis, Florida 32726.

**Article VI
Management**

The Company will be managed by a manager. The initial manager is identified as follows:

<u>Name</u>	<u>Address</u>
Donna J. Woelfel, DVM	P.O. Box 560355 Montverde, FL 34756

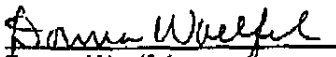
**Article VII
Admission of New Members**

Members of the Company have the right to admit new members. Members may admit to the Company additional members to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the members. Admission of any such additional members requires the written consent of all members then having any ownership interest in the Company and must conform with Chapter 474, Florida Statutes and rules of the Board of Veterinary Medicine regarding veterinary licensing. Any additional members are allocated gain, loss, income or expense by the method provided in the Articles of Organization of the Company, and if no method is specified, then as may be permitted by the Internal Revenue Code of 1986, as amended.

**Article VIII
Continuation of Business**

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company. The business may be continued only on the unanimous consent of the remaining members.

In Witness Whereof, the undersigned have executed these Articles of Organization on this 12 day of September, 2006, at Lake County, Florida. In accordance with Section 608.408(3), Florida Statutes, the execution of this instrument constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Donna Woelfel
Manager

Acceptance of Registered Agent

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated in the Articles of Organization, 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 as provided for in Chapter 608, Florida Statutes, as amended.

Dated: September 12, 2006.

Bowen Radson Schroth, P.A.

By: 
William Jeffrey Earnshaw, Esq.

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