

P00000000 2351

LANDT, WIECHENS, LaPEER & AYRES

A Registered Limited Liability Partnership

ATTORNEYS AT LAW

FREDERICK E. LANDT, III
EUGENE A. WIECHENS, P.A.
RUSSELL W. LAPEER, P.A.*
BENJAMIN H. AYRES

* Board Certified: Civil Litigation and
Business Litigation
Also Admitted to District of Columbia
Certified Mediator: Florida & Federal Courts

January 4, 2001

OCALA OFFICE
445 N.E. 8TH AVENUE
OCALA, FLORIDA 34470
Telephone (352) 732-8622
Telecopier (352) 732-1162

BELLEVUE OFFICE
5709 S.E. ABSHIER BLVD.
BELLEVUE, FLORIDA
Telephone (352) 245-5184
Telecopier (352) 245-9808

PLEASE REPLY TO
OCALA OFFICE

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

File no:

117.00262

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*****35.00 *****35.00

Re.: Articles of Dissolution of Progressive Veterinary Services, P.A.

Dear Secretary:

Enclosed for filing with the State of Florida are the following original documents, and a check for the \$35.00 filing fee:

1. Articles of Dissolution of Progressive Veterinary Services, P.A.
2. Minutes of Special Meeting of Director
3. Minutes of Special Meeting of Shareholders

Please file the originals; stamp on the copies the date of filing with the Court, and return the copies, as so stamped, in the self-addressed, stamped envelope which we have enclosed.

Thank you for your courtesy and assistance.

Yours respectfully,

Russ LaPeer

Russell W. LaPeer
For the Firm

RWL:cl

Enclosures: As identified

FILED
01 JAN -5 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


VOID IS
1-11-01
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ARTICLES OF DISSOLUTION
of
Progressive Veterinary Services, P.A.

Pursuant to **Fla. Stat. § 607.1403**, this Corporation submits the following articles of dissolution:

1. The name of the corporation is: Progressive Veterinary Services, P.A.
2. The date of incorporation of the corporation: January 3, 2000
3. The date the dissolution was authorized: November 13, 2000
4. The dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
5. These articles will be effective on filing.

Date: 11/20/00



Troy E. Jones, D.V.M., President

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MINUTES OF SPECIAL MEETING OF DIRECTOR

A special meeting of the directors of Progressive Veterinary Services, P.A. (the Corporation) took place on November 8, 2000, at the offices of Landt, Wiechens, LaPeer, & Ayres. Present was the sole director of the Corporation: Troy E. Jones, D.V.M.

The director considered the dissolution of the Corporation and a plan of liquidation. Upon motion duly made and seconded, the following resolutions were adopted:

RESOLVED, that, subject to the approval of the shareholders of the Corporation and effective on November 30, 2000, a plan of liquidation be, and hereby is, formulated to effect a liquidation and dissolution of the Corporation in accordance with the following resolutions;

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized to sell or otherwise liquidate any and all of the assets of the Corporation which in their judgment should be sold or liquidated to facilitate the liquidation of the Corporation;


RESOLVED, that after providing for all proper debts of the Corporation, and to the extent that the assets of the Corporation are sufficient therefore, all remaining assets of the Corporation shall be distributed to the shareholders on a pro rata basis;

RESOLVED, that the actions provided for in the foregoing resolutions shall commence as soon as practicable after the date of shareholder approval of this plan of complete liquidation;

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to pay all fees and taxes and to do or cause to be done all acts and things they may deem necessary or proper in order to carry out the liquidation and dissolution of the Corporation and to fully effectuate the purposes of the foregoing resolutions;

RESOLVED, that the board of directors hereby recommends to the shareholders that they approve the dissolution of the Corporation and the plan of liquidation set forth in these resolutions; and

RESOLVED, that a special meeting of the shareholder be called on November 13, 2000, at the offices of Landt, Wiechens, LaPeer, & Ayres, to consider the above resolutions. There being no further business, the meeting was adjourned.



Corporate Secretary

MINUTES OF SPECIAL MEETING OF SHAREHOLDERS

A special meeting of the shareholders of Progressive Veterinary Services, P.A. was held on November 13, 2000 at the offices of Landt, Wiechens, LaPeer, & Ayres, 445 N.E. 8th Avenue, Ocala, Florida. Present were all of the shareholders of the Corporation.

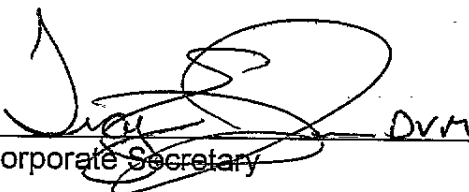
The shareholders discussed the recommendation of the Corporation's board of directors that the Corporation be dissolved and that the liquidation of the Corporation occur in accordance with the terms and provisions set forth in the resolutions adopted by the board of directors. Upon motion duly made and carried, the following resolutions were adopted:

RESOLVED that the shareholders of the Corporation hereby consent, authorize, and approve the liquidation of the Corporation in accordance with the terms and provisions set forth in the resolutions adopted November 8, 2000, by the Corporation's board of directors. This plan is in all respects adopted and approved;

RESOLVED that the shareholders hereby approve the distribution of all of the assets of the Corporation to the shareholders in accordance with said board of director's resolutions; and

RESOLVED that the officers of the Corporation be, and they hereby are, authorized and directed to do or cause to be done all such acts and things as they may deem necessary and proper in order to effect the liquidation and dissolution of the Corporation in accordance with the plan of liquidation adopted by the board of directors of the Corporation.

There being no further business, the meeting was adjourned.


Corporate Secretary