

LAW OFFICES OF
GRACE ANNE GLAVIN, P.A.
ATTORNEY AND COUNSELOR AT LAW

POST OFFICE BOX 3778
1340 TUSKAWILLA ROAD
WINTER SPRINGS, FLORIDA 32708-3778

Telephone (407) 699-1110
Telecopier (407) 699-1165

PO0000073085

Department of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Articles of Incorporation for:
RICHARD RUBINSTEIN, P.A.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for RICHARD RUBINSTEIN, P.A., together with our firm's check in the amount of \$78.75 for the filing fee (\$35.00); Registered Agent (\$35.00) and certified copy (\$8.75).

Kindly file the original Articles of Incorporation and return a file-stamped copy to our office in the stamped, self-addressed envelope provided.

Thank you for your cooperation.

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-07/31/00--01005--009
*****78.75 *****78.75

Very truly yours,

Grace Anne Glavin

GAG/msg
enclosures

EFFECTIVE DATE
7-26-00

FILED
00 JUL 28 PM 2:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Grace Glavin GAVE

AUTHORIZATION BY PHONE TO
CORRECT Article VI
DATE 8-1-00
DOC. EXAM. lee

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EFFECTIVE DATE
7-26-00

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

FOR

RICHARD RUBINSTEIN, P.A.

The Undersigned, acting as incorporator of this corporation pursuant to Chapter 621 of the Florida Statutes, who is duly licensed to practice as a doctor of veterinary medicine, hereby forms a professional service corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

Article I - Name of Corporation

The name of the corporation shall be Richard Rubinstein, P.A.

Article II - Term of Existence

This corporation shall begin its corporation existence as of the 26th day of July, 2000, and shall exist perpetually.

Article III - General Purpose

The general purpose for which this corporation is organized shall be:

To render professional veterinary services to the general public, and to do all things in connection therewith that are customarily done by veterinaries under the laws of the State of Florida, and to invest its funds in real estate, mortgages, stocks, bonds, and other types of investments, and to own real and personal property necessary for the rendering of professional services. The business of the corporation shall be limited to the foregoing activities.

Article IV - Capital Stock

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is Seventy-five thousand (75,000) shares of common stock having a par value of ten cents (\$0.10) per share.

Article V - Shareholder Restrictions

No one other than an individual who is duly licensed or legally authorized to render veterinary services in the State of Florida may own stock of this corporation. No shareholder of this corporation shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock. Any stockholder who becomes legally disqualified to render veterinary services shall sever all employment with and financial interest in the corporation. No shareholder of the corporation may sell or transfer his stock in this corporation, except to another individual who is eligible to be a shareholder of the corporation.

Article VI - Initial Registered Office and Registered Agent

The initial street address of the registered office^{and principal office} of this corporation in the State of Florida will be 212 Morton Lane, Winter Springs, Florida 32708. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation at that address is Richard Rubinstein. The Board of Directors may from time to time designate a new registered agent.

Article VII - Initial Board of Directors

- A. The initial number of Directors of this corporation shall be one (1).
- B. The number of directors may be increased or diminished from time to time by by-laws adopted by the shareholders, but shall never be less than one.
- C. The name and address of the initial member of the Board of Directors, who shall hold office for the first year of existence of this corporation or until her successor are elected or appointed and are qualified is:

<u>Name</u>	<u>Address</u>
Richard Rubinstein	212 Morton Lane Winter Springs, Florida 32708

Article VIII - Incorporators

The name and street address of the incorporator of the corporation is :

<u>Name</u>	<u>Address</u>
Richard Rubinstein	212 Morton Lane Winter Springs, Florida 32708

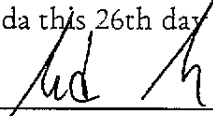
Article IX - Amendment to Articles

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

Article X - Indemnification

The Corporation shall indemnify any incorporator, officer or director, of any former incorporator, officer or director, to the full extent permitted by law.

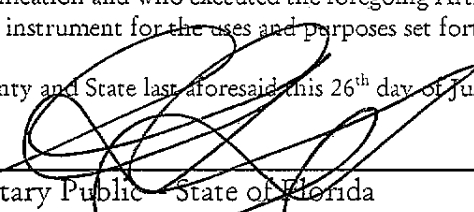
THE WITNESS WHEREOF, the undersigned incorporators have made an subscribed these Articles of Incorporation at Winter Springs, Florida this 26th day of July, 2000.


Richard Rubinstein

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared Richard Rubinstein who have produced FL Driver License as identification and who executed the foregoing Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 26th day of July, 2000.


Notary Public - State of Florida
My Commission expires:

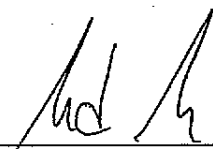


Grace Anne Glavin
MY COMMISSION # CC848178 EXPIRES
June 21, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Acknowledgment

Having been named as the Registered Agent for the above stated corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 26th day of July, 2000.


Richard Rubinstein

FILED
00 JUL 28 PM 2:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA