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REFERENCE: 944224 4313196

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 26, 2000

ORDER TIME : 3:28 PM

ORDER NO. \_ : 944224-005

CUSTOMER NO: 4313196

CUSTOMER: Steve L. Henderson, Esq

Moss Henderson Blanton &

Lanier, P.a.

817 Beachland Boulevard

Vero Beach, FL 32964

DOMESTIC FILING

NAME: GRANT ANIMAL CLINIC, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

600003513576--7 -12/27/00--01003--010

\*\*\*\*\*78.75 \*\*\*\*\*78.75

### ARTICLES OF INCORPORATION OF GRANT ANIMAL CLINIC, INC.

SECRETARY OF STATE DIVISION OF CORPORATIONS

00 DEC 26 PM 4: 11

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

#### **ARTICLE I**

The name of the corporation is: Grant Animal Clinic, Inc.

#### ARTICLE II

#### **DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

#### **ARTICLE III**

#### CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of Class A common stock (voting) at \$1.00 par value and 1,000 shares of Class B common stock (nonvoting) at \$1.00 par value.

#### ARTICLE IV

#### QUORUM FOR STOCKHOLDERS MEETING

Unless otherwise provided for in the Corporation's By-Laws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

#### ARTICLE V

#### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street and mailing address of the initial registered office of this corporation is 817 Beachland Boulevard, Vero Beach, Florida, 32963, and the name of the initial registered agent of this corporation is Steve L. Henderson, Attorney, whose street and mailing address is 817 Beachland Boulevard, Vero Beach, Florida 32963.

The principal place of business and mailing address of the corporation shall be 4982 South U.S. Highway 1, Grant, Florida, 32949.

#### ARTICLE VI

#### INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Director(s), initially. The number of Directors may be either increased or diminished from time to time in the manner provided in the By-Laws, but shall never be less than one. The name of the initial Directors of the corporation are as follows:

Name \_\_\_

<u>Address</u>

Katherine A. Beckett Glen A. Beckett 5562 Loblolly Place, Grant, Florida, 32949 5562 Loblolly Place, Grant, Florida, 32949

#### **ARTICLE VII**

#### **INCORPORATORS**

The name and address of the corporation's incorporator is:

Steve L. Henderson, Attorney 817 Beachland Boulevard Vero Beach, Florida 32963

#### ARTICLE VIII

#### RESTRICTIONS ON TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the Corporation's By-Laws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

#### ARTICLE IX

#### INDEMNIFICATION

The corporation shall indemnify its officers, directors and authorized agents, for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extend permitted under Florida law existing now or hereinafter enacted.

#### **ARTICLE X**

#### PRE-EMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights, pursuant to the provisions of Florida Statute 607.0630 (1995).

IN WITNESS WHEREOF, I have subscribed my hand this 22md day of December, 2000.

Steve L. Henderson, Attorney

Incorporator and Registered Agent

#### STATE OF FLORIDA COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 22rd day of December, 2000, by Steve L. Henderson who is personally known to me.

(Notarial Stamp)

DAVID L. HANCOCK
MY COMMISSION # CC 956763
EXPIRES: October 23, 2004
Sonded Thru Notary Public Underwriters

NOTARY PUBLIC

Name

State of Florida

My Commission No:

My Commission Expires: 10/23/04

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Grant Animal Clinic, Inc. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Grant, County of Brevard, State of Florida, has named Steve L. Henderson, Attorney, State of Florida, as its agent to accept service of process within this State.

#### **ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-styled corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Steve L. Henderson

Attorney