

PO 1000036449

LAW OFFICES OF  
**JEROME A. SIMONS, P.A.**

EMERALD VILLAGE PROFESSIONAL PLAZA

3864 SHERIDAN STREET

HOLLYWOOD, FLORIDA 33021

TELEPHONE: (954) 963-2225

FAX: (954) 963-2227

JEROME A. SIMONS

FILED

01 APR -6 AM 7:20 DAVID J. SIMONS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 2, 2001

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-04/06/01--01096--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: R.ANDREWS, VMD, P.A.

Gentlemen:

Enclosed please find the original and two copies of Articles of Incorporation for the above along with the Registered Agent Designation. I have enclosed my check in the amount of \$78.75 representing your fee as follows:

Filing Fee	\$35.00
Certified copy	8.75
Registered Agent Designation	35.00
Total	\$78.75

Please return one certified and one true copy to the undersigned. Thank you for your cooperation.

Yours truly,

JEROME A. SIMONS, P.A.

BY:

JEROME A. SIMONS

DJS:mmmp  
Enclosures

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**ARTICLES OF INCORPORATION**

**OF**

**R. ANDREWS, VMD, P.A.**

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person, competent and licensed to practice veterinary medicine in the State of Florida, acting hereby as incorporator for the purpose of forming a Professional Service Corporation for profit under the laws of the State of Florida, providing for the formation, rights, privileges, immunities, and liabilities of corporation for profit:

**ARTICLE I.**

The name of the corporation shall be:

**R. ANDREWS, VMD, P.A.**

**ARTICLE II.**

The general nature of the business and objects and purposes proposed to be transacted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, to wit:

A. To provide ambulatory veterinary services primarily but not limited to equine species.

B. To engage in and render the professional services involved only through its officers, agents and employees who shall be in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

C To provide medicinal or surgical services including but not limited to diagnosing and treatment of maladies as well as prescribing, administering and dispensing pharmaceuticals and OTC products.

D. To buy, sell, rent and lease real estate for the use of the corporation.

E. To buy, sell, rent and lease automobiles, vans, trailers, boats, trucks or other

vehicles for the use of the corporation.

F. To buy, sell, rent, lease or operate any other items to the general public.

G. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

H. It is the intention that each of the objects, purposes and powers specified in each of the paragraphs of this Articles of Incorporation shall, except where otherwise so specified, be nowise limited or restricted by reference to or interference from the terms of any other paragraph or of any other Article in these Articles of Incorporation, but that the objects, purposes and powers specified in the article, and in each of the article or paragraphs of these articles, shall be regarded as independent objects, purposes and powers of this corporation, nor shall the expression of one thing be deemed to exclude another, although it be of a life nature. The enumeration of objects or purposes herein shall not be deemed to exclude or in any way limit by inference, any powers, objects or purposes which this corporation is empowered to exercise, whether expressly by force of these laws of the State of Florida, now or hereafter in effect or implied by any reasonable constrictions of said law.

### ARTICLE III.

#### COMMON STOCK

The maximum number of shares of the corporation shall be One Thousand (1,000) shares, each having a par value of One Dollar (\$1.00) per share; and to be fully paid in and non-assessable; all of which will be common stock; and Five Hundred (500) shares shall be issued and sold for such consideration as may be fixed by the Board of Directors hereof. Said shares of stock shall be issued, sold or transferred only in accordance with the By-Laws of the Corporation as the Corporation may from time to time make, and all of said shares of stock subscribed to shall be paid for either in cash, property, labor or

services, it being recognized that property, labor or services rendered may be purchased or paid for with the common stock of the Corporation as a just valuation.

#### ARTICLE IV.

##### AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which this Corporation shall begin business shall be not less than Five Hundred (\$500.00) Dollars, including cash and equipment.

#### ARTICLE V.

This Corporation shall have a perpetual existence unless dissolved according to the law.

#### ARTICLE VI.

The principal place of business of the Corporation shall be 6210 N.W. 173 Street, #817, City of Miami, County of Miami-Dade, State of Florida. Said Corporation shall have full power and authority to transact business and to establish offices and agencies in other places both within and without the State of Florida and in any foreign countries.

#### ARTICLE VII.

The business of the Corporation shall be conducted by a Board of Directors of not less than one nor more than three, to be increased at the discretion of the Board of Directors.

#### ARTICLE VIII.

The names and post office addresses of the first Board of Directors of this Corporation, all subject to the provisions of this Certificate, the By-laws, and the Corporation Law of the State of Florida, who shall hold office for the first year or until their successors are duly elected and qualified are:

##### NAME

REYNELL ANDREWS

##### ADDRESS

6210 N.W. 173 Street, #817  
Miami, FL 33015

ARTICLE IX.

The names and post office addresses of the Officers of the Corporation are as follows:

REYNELL ANDREWS,  
President/Secretary/Treasurer

P.O. Box 172034  
Hialeah, FL 33017

ARTICLE X.  
NAMES AND ADDRESSES OF SUBSCRIBERS

REYNELL ANDREWS

Shares  
500

P.O. Box 172034  
Hialeah, FL 33017

ARTICLE XI.

The Directors may exercise all powers held by the Corporation not inconsistent with law, and in particular they may:

(a) Determine upon what terms and conditions stock certificates which have been lost or destroyed may be replaced or reissued.

(b) Make By-Laws for the exercise of corporate powers, the management regulation and government of the Corporation's property and affairs, the transfer of its stock and the calling and holding of meetings of its stockholders.

(c) Appoint such officers and agents as the affairs of the Corporation shall require, and allow for suitable compensation.

(d) Acquire by purchase, gift, or other lawful mode, shares of its own capital stock and the capital stock of other corporations.

(e) File a plan or any documents required by the Internal Revenue Code under Section 1244, pertaining to small business corporations or Sub-chapter S in the event the directors feel that it is in the Corporation's interest.

But this enumeration of powers shall not be held as in any manner curtailing the powers belonging to the directors by virtue of the Common and Statute Laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator, being the same person named in Article X above, do hereby subscribe for the number of shares of the common stock of the corporation set opposite their name in Article X, and in evidence thereof and of their desire to form this corporation do hereunto subscribe their name this 2 day of APRIL, 2001.

Reynell Andrews  
REYNELL ANDREWS

STATE OF FLORIDA )  
COUNTY OF Balm Beach ) SS

The foregoing instrument was acknowledged before me this 2nd day of April, 2001, by REYNELL ANDREWS who are personally known to me or who have produced Fl. Driver as identification and who did not take an oath.  
Lic

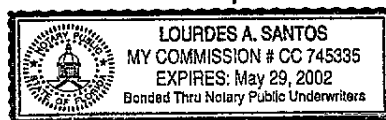
NOTARY PUBLIC:

(sign)

(print)

Lourdes A. Santos  
State of Florida

My Commission Expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST--THAT **R. ANDREWS, VMD, P.A.** DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF  
BUSINESS AT CITY OF HIALEAH, Florida HAS NAMED **REYNELL ANDREWS**  
LOCATED AT **6210 N.W. 173 Street, #817,** CITY OF **Miami**, STATE OF  
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

  
(CORPORATE OFFICER)

TITLE:

PRESIDENT

DATE:

4/2/01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

  
REYNELL ANDREWS

DATE:

4/2/01

FILED  
01 APR -6 AM 7:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA