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DONALD R. NILES, RETIRED

STREET ADDRESS: "(U) 2601 EAST OAKLAND PARK BOULEVARD SUITE 400 FORT LAUDERDALE, FL 33306

August 9, 2001

VIA FEDERAL EXPRESS ONLY

Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32399 000004530980--4 -08/13/01--01109--018 ******78.75 *****78.75

Re: Imperial Point Animal Hospital of Fort Lauderdale, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for Imperial Point Animal Hospital of Fort Lauderdale, Inc. Please file the original Articles, and return one certified copy in the envelope provided.

I have also enclosed a firm check in the amount of \$78.75 which represents the following:

Filing fee	\$35.00
Registered Agent fee	\$35.00
Certified copy	<u>\$8.75 </u>
Total	\$78.75

Thank you for your assistance.

Very truly yours,

Christopher D. Niles

For the firm

CDN/le Enclosures

ARTICLES OF INCORPORATION

OF

IMPERIAL POINT ANIMAL HOSPITAL OF FORT LAUDERDALE, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of this corporation is **IMPERIAL POINT ANIMAL HOSPITAL OF FORT LAUDERDALE**, **INC.** and its principal place of business is 1574 East Commercial Boulevard, Fort Lauderdale, Florida 33334.

ARTICLE II - DURATION

This corporation shall have perpetual existence and these Articles are effective upon filing.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is, 1574 East Commercial Boulevard, Fort Lauderdale, Florida 33334, and the name of the initial registered agent of this corporation at that address is Robert C. Buzzetti. The undersigned is familiar with and accepts the duties of registered agent pursuant to Florida Statute 607.325.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (2) directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws of however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Robert C. Buzzetti 1574 East Commercial Boulevard Fort Lauderdale, Florida 33334

Robert Hagadorn 1574 East Commercial Boulevard Fort Lauderdale, Florida 33334

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Robert C. Buzzetti 1574 East Commercial Boulevard Fort Lauderdale, Florida 33334

ARTICLE IX - AMENDMENT

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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 4 day of Advist , 2001.

witness

Robert C. Buzzetti

Incorporator and as Registered Agent

witness