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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 072100000052

REFERENCE : 598781 150522A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 15, 1995

ORDER TIME : 9:41 AM

ORDER NO. : 598781

CUSTOMER NO: 150522A

CUSTOMER: Ms. Gail Mulligan
RITTER & RITTER, P.A.

Suite 400
7000 West Palmetto Park Road
Boca Raton, FL 33433

EFFECTIVE DATE
MAY 12 1995

DOMESTIC FILING

NAME: ACADEMY ANIMAL HOSPITAL OF
COOPER CITY, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

T. BROWN MAY 15 1995

FILED
95 MAY 15 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9500038260

**ARTICLES OF INCORPORATION
OF
ACADEMY ANIMAL HOSPITAL OF COOPER CITY, INC.**

FILED
95 MAY 15 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

EFFECTIVE DATE

MAY 12 1995

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be:

ACADEMY ANIMAL HOSPITAL OF
COOPER CITY, INC. (the "Corporation")

**ARTICLE II
GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

A. The total authorized capital stock of the Corporation is one thousand (1,000) shares of Common Stock, par value One Dollar (\$1.00) per share.

B. Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, 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 IV
TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of the Corporation in the State of Florida is 7074 Beracasa Way, Boca Raton, Florida 33433. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

The Corporation shall have not less than one (1) Director.

ARTICLE VII
FIRST BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

Samuel E. Leder	-	7074 Beracasa Way Boca Raton, Florida 33433
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ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Gregory J. Ritter, 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433.

ARTICLE IX
EFFECTIVE DATE

The effective date of the Articles of Incorporation and the existence of the Corporation shall be May 12, 1995.

ARTICLE X
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433, and the name of the initial registered agent of the Corporation at that address is Gregory J. Ritter, Esquire.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12th day of May, 1995.

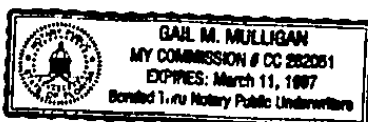


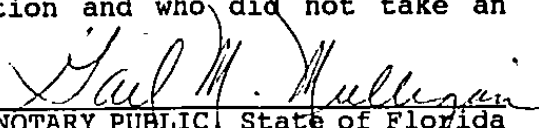
GREGORY J. RITTER

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 12th day of May, 1995, by GREGORY J. RITTER as incorporator to these Articles, who is personally known to me or who has produced _____ as identification and who did not take an oath.

My Commission Expires:





NOTARY PUBLIC, State of Florida
Print name: Gail M. Mulligan

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
95 MAY 15 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, Florida Statutes, the
following is submitted:

ACADEMY ANIMAL HOSPITAL OF COOPER CITY, INC., a corporation
being organized under the laws of the State of Florida, designates
7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433,
as its registered office and has named GREGORY J. RITTER as its
agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for ACADEMY
ANIMAL HOSPITAL OF COOPER CITY, INC. at the place designated in
this Certificate, I hereby agree to act in such capacity and agree
to comply with the provisions of said Act with respect to keeping
such office open.

By: 
REGISTERED AGENT

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