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TALLAHASSEE, FL 32301
904 222 9071
904 222 0393 FAX

800-342-8086



P95000060337

ACCOUNT NO. : 012100000012

REFERENCE : 654071 11576A

AUTHORIZATION :

COST LIMIT : 5.00

ORDER DATE : August 4, 1995

ORDER TIME : 10:33 AM

ORDER NO. : 654071

CUSTOMER NO. : 11576A

400001553194
-08/04/95--01031--012
****122.50 ****122.50

CUSTOMER: Kenneth S. Lancaster, Esq
KING LEAVY RABIN & LANCASTER,
P.A.
Suite 301
5775 Sunset Drive
South Miami, FL 33143

DOMESTIC FILING

NAME: MANEAS CORPORATION

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: Jennifer Moran

EXAMINER'S INITIALS: AUG 4 1995 BSB

ARTICLES OF INCORPORATION

OF

MANKAS CORPORATION

ARTICLE I - NAME

The name of this corporation is MANKAS CORPORATION

ARTICLE II - ADDRESS

The principal address of this corporation is: 10940 S.W. 135th Court Circle, Miami, FL 33186.

ARTICLE III - DURATION

This corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE IV - PURPOSE

This corporation is organized for the following purposes: property holding company for veterinary clinic and for the purpose of transacting any or all other lawful businesses permitted under the laws of the United States and the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is STEPHEN D. WALDMAN, 10940 S.W. 135th Court Circle, Miami, FL 33186.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either

increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

STEPHEN D. WALDMAN 10940 S.W. 135th Court Circle
Miami, FL 33186

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is: STEPHEN D. WALDMAN.

ARTICLE VIV - BY-LAWS

The power to adopt, alter, amend or replead By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

STEPHEN D. WALDMAN 255 shares

ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special meeting of shareholders may be called by forty percent (40%) of the shares entitled to vote.

ARTICLE XII - SHAREHOLDER QUORUM AND VOTING

Fifty one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of Fifty One Percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

**ARTICLE XIII - APPROVAL OF
SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIV - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

**ARTICLE XV - MANAGEMENT OF CORPORATION
BY SHAREHOLDERS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XVI - POWERS

This corporation shall have the corporate powers:

- (a) To have perpetual succession by its corporation name unless a limited period of duration is stated in its Articles of Incorporation.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to, and use its credit to assist its officers and employees in accordance with §607.0833.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter By-Laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(n) To transact any lawful business which the board of directors shall find to be in aid of governmental policy.

(o) To pay pension and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE XVII - DIRECTORS COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law. The private property of the stockholders shall not be subject to the payment of the corporate debts in any manner whatsoever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

ARTICLE XIX -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 subscriber has executed these Articles of Incorporation this 2 day of August 1995.

Stephen D. Waldman
STEPHEN D. WALDMAN

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 2nd day of August, 1995, by STEPHEN D. WALDMAN, who is personally known to me or who has produced _____, as identification who did take an oath.

NOTARY PUBLIC:

Sign: [Signature]

Print: Kenneth G. Lancaster

STATE OF FLORIDA AT LARGE (Seal)
My Commission Expires:

PAUSER\NANCY\INC\JANKAS.ART



OFFICIAL SEAL
Kenneth G. Lancaster
My Commission Expires
June 2, 1996
Comm. No. CC 205194

CERTIFICATE DESIGNATING (OR CHANGING) 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:

MANKAS CORPORATION

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation incorporation at City of Miami, County of Dade, State of Florida has named STEPHEN D. WALDMAN, located at 10940 S.W. 135th Court Circle, City of Miami,, County of Dade, State of Florida, as its agent to accept service of process within this state.

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

Stephen D. Waldman
STEPHEN D. WALDMAN

P95000060337

Monks Corp.
10940 SW 135 Ct. Circle
Miami, FL 33186

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

100001696771
-01/24/96--01050--020
*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

96 JAN 24 AM 8:31

SECRET
STATE
ATTORNEY GENERAL

SH 30

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is MANIKAS CORPORATION

SECOND: The articles of incorporation were filed on 8/04/95

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 22 day of January, 1996

Signature

Stephen D. Waldman

(By an incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if adopted by the directors)

STEPHEN D. WALDMAN

(Typed or printed name)

President

(Title)

56 JUN 26 AM 8:31