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PETER M. HOCKMAN
Attorney at Law
833 North Krome Avenue
Homestead, Florida 33030
Telephone (305) 848-3800
Facsimile (305) 848-3030

March 21, 1996

EFFECTIVE DATE
March 21, 1996

Secretary of State
The Capitol Building
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32309

200001754852
-03/22/96--01098--002
****122.50 ****122.50

Re: CROSSROADS ANIMAL CLINIC OF WEST KENDALL, INC.

To whom it may concern:

Relative to the above, please find enclosed herewith the original and one (1) copy of the Articles of Incorporation and a check in the amount of \$122.50 made payable to Secretary of State to cover the costs of the Filing Fee of \$35.00, Resident Agent Fee of \$35.00, and certified copy of the Articles of Incorporation, \$52.50.

Please return the certified copy of the Articles of Incorporation directly to our office in the enclosed stamped self-addressed envelope.

Thank you.

Very truly yours,



PETER M. HOCKMAN

PMH/jao
Enclosures

FILED
96 MAR 22 AM 9:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

G3 3/28/96

ARTICLES OF INCORPORATION
OF
CROSSROADS ANIMAL CLINIC OF WEST KENDALL, INC.

FILED
96 MAR 22 AM 9:46
CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is CROSSROADS ANIMAL CLINIC OF WEST KENDALL, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS EFFECTIVE DATE

The principal office and mailing address of the corporation is: 12602 N. Kendall Drive, Miami, Florida 33186

March 21, 1996

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing upon the 21st day of March, 1996, being the same date as the subscription to and acknowledgment of these Articles of Incorporation.

ARTICLE IV - PURPOSE

This corporation is formed for the purpose of transacting any and all lawful business not specifically prohibited by applicable Florida law.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares at one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE VI - INITIAL RESIDENT AND REGISTERED AGENT

The street address of the initial resident and registered office of this corporation is: 633 North Krome Avenue, Homestead, Florida 33030; and the name of the initial resident agent and registered agent of this corporation at that address is PETER M.

HOCKMAN, ATTORNEY AT LAW.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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 (1). The name and address of the original director of this corporation is:

IRVING LERNER

5901 Moss Ranch Road
Miami, Florida 33156

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

IRVING LERNER

5901 Moss Ranch Road
Miami, Florida 33156

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the shareholders by them, and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IRVING LERNER

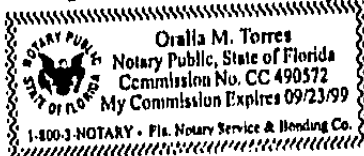
STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer fully authorized in the State and County aforesaid to take acknowledgment, personally appeared IRVING LERNER, to me known to be the person described in and who executed the foregoing instrument, and that he acknowledged before me that he executed same. I relied upon the following form of identification of the above named person: Florida Driver's License, or that said individual is personally known to me.

WITNESSED my hand and seal this 21st day of March, 1996.

Oralla M. Torres
Notary Public, State of Florida at Large

My commission expires:



Acceptance of Registered
Agent and Resident Agent

I hereby accept and agree to be the Registered Agent and
Resident Agent for CROSSROADS ANIMAL HOSPITAL CLINIC OF WEST
KENDALL, INC.

Peter M. Hockman

PETER M. HOCKMAN, ESQUIRE
633 North Krome Avenue
Homestead, Florida 33030

96 MAR 22 AM 9:47
STATE
TALLAHASSEE
FLORIDA