

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Health Services, Inc

	C.O. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U B.		
<input type="checkbox"/> Fictitious Name File	***122.50	***122.50
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX () pgs.		

SUBTOTALS _____

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____
DATE 9/13 _____
TIME _____ CK No. _____
BY _____

WALK-IN Will Pick Up 12:00 W

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
FOR
PET HEALTH SERVICES, INC.**

FILED
96 SEP 13 PM 2:08
DEPUTY CLERK OF COURT
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is : PET HEALTH SERVICES, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose of this corporation is to reenact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 5,000,000 shares of common stock with a par value of \$.001 a share. The Board of Directors may dispose of the authorized by the unissued stock from time to time.

ARTICLE V. PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI. RESTRICTIONS ON TRANSFER

All of the issued and outstanding shares of this corporation shall be made subject to restriction on transferability by agreement among the holders of said shares. A copy of such agreement shall be kept in the file at the principal office of the corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

ARTICLE VII. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: 56 Pleasant Drive, Ormond Beach, Florida 32176 and the principal office shall be the same as the registered office. The name of the initial registered agent as such address is Steve Wagoner, 56 Pleasant Drive, Ormond Beach, Florida 32176.

ARTICLE VIII. DIRECTORS

This corporation shall have one directors initially. The number shall be fixed by the bylaws and may be changed from time to time. The name and address of each member of the first Board of Directors is:

Steve Wagoner 56 Pleasant Drive, Ormond Beach, Florida 32176

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator is:

Steve Wagoner 56 Pleasant Drive, Ormond Beach, Florida 32176

Having been named as registered agent for PET HEALTH SERVICES, INC. at the place designated in the foregoing Articles of Incorporation, 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 compete performance of my duties.

Dated this 26 day of August, 1996



Steve Wagoner
INCORPORATOR
REGISTERED AGENT