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LAW OFFICES OF DANIEL T. WHITE, ESQ.

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Via Express Courier

January 22, 1997

Division of Corporations
Secretary of State
State of Florida
409 E. Gaines St.
Tallahassee, FL 32399

Re: Vetsource, Inc.

To whom it may concern:

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-01/23/97--01101--001
*****87.50 *****87.50

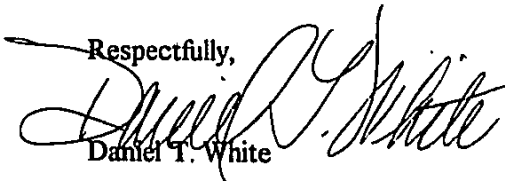
Please find enclosed one original and one photocopy of the following documents
pertaining to the above referenced corporation:

- Articles of Amendment

In regard to the above document, I have enclosed a check made payable to the "Secretary of State" in the amount of \$87.50, comprising fees for the following: certified copy of the Amended Articles of Incorporation (\$52.50); enclosed Articles of Amendment (\$35).

In the enclosed self-addressed envelope, please return to me the certified copy of the document requested. Thank you.

Respectfully,


Daniel T. White

Enclosures

FILED
97 JAN 23 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name change

HT

1-29-97

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
VETSOURCE, INC.

FILED
97 JAN 23 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VETSOURCE, INC., a corporation incorporated and existing under the laws of the State of Florida (the "Corporation"), through the undersigned, hereby certifies the adoption of the following Articles of Amendments to its Articles of Incorporation pursuant to the provisions of Section 607.1006, Florida Statutes:

FIRST: **Amendment.** Article I of the Corporation's current Articles of Incorporation shall be deleted in its entirety and replaced with the following:

"Article I: Name

The name of this Corporation shall be VETS' ON-LINE, INC."

SECOND: **Date.** The amendment contained herein to Article I of the Corporation's Articles of Incorporation was duly adopted on January 18, 1997.

THIRD: **Authorization.** The amendment contained herein to Article I of the Corporation's Articles of Incorporation, as contained herein, was approved and adopted by the shareholders, the number of votes cast in favor of and approving the amendment being sufficient for such approval and adoption.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 18th day of January, 1997.



Daniel T. White,
Chairman, Board of Directors