

MANUEL ZAIAC
ATTORNEY AT LAW

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Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, Florida 32301

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-02/17/97--01026--002
****122.50 ****122.50

Gentlemen:

Enclosed is original and one copy of Articles of Incorporation of
LAGO MAR ANIMAL HOSPITAL, INC.

Also enclosed is a check in the sum of \$122.50 to cover charter tax,
filing fee, certified copy and resident agent's fee.

Thank you for your attention to this matter.

Sincerely,


Manuel Zaiac

MZ:Ada

encs.

FILED
97 FEB 14 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
2/18/97

ARTICLES OF INCORPORATION
OF
LAGO MAR ANIMAL HOSPITAL, INC.

FILED
97 FEB 14 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is:

LAGO MAR ANIMAL HOSPITAL, INC.

Article II - Duration

The existence of this corporation shall be perpetual.

Article III - Purpose

Veterinarian Hospital, Veterinarian Supplies and Pet Grooming

and for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares
of One /100 Dollar (\$ 1.00) per value common
stock.

Article V - Preferences, Limitations and
Relative Rights of Shares of Capital Stock

Section 1. Rights upon Liquidation or Dissolution.

The assets of this corporation shall be payable to and distributed
ratably among the holders of record of the Common Shares.

Section 2. Voting Rights.

Except as otherwise provided by law, the entire voting power for

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 VII - Initial Registered Office and Agent

The street address of the initial registered office and the principal office of this corporation is:

15768 S.W. 157th Street
Miami, Florida 33193

and the name of the initial registered ^{resident} agent of this corporation at that address is:

César E. Mena

Article VIII - Initial Board of Directors

This corporation shall have two director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than two. The name (s) and address(es) of the initial director(s) of this corporation is (are):

César E. Mena
15768 S.W. 157th St.
Miami, Florida 33139

Mary K. Mena
15768 S.W. 157th St.
Miami, Florida 33139

Article IX - Incorporator

The name and address of the person signing these articles is:

César E. Mena
15768 S.W. 157th St.
Miami, Florida 33139

Article X - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**Article XI - Approval of Shareholders
Required for Merger**

Article XIII - 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 12th day of February 1997.

César E. Mena
César E. Mena
Subscriber

STATE OF FLORIDA)
SS
COUNTY OF DADE)

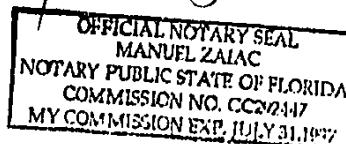
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared

César E. Mena

personally known to me and known by me to be the person who executed the foregoing articles of incorporation, and who acknowledged before me that he executed those articles of incorporation and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of February 1997.

Manuel Zaiac
MANUEL ZAIAC



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT LAGO MAR ANIMAL HOSPITAL, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF Miami
(CITY)

STATE OF Florida HAS NAMED César E. Mena
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT 15768 S.W. 157th Street
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF Miami, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
(CITY)
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE César E. Mena
César E. Mena - (CORPORATE OFFICER)

TITLE President

DATE February 12, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, I HEREBY AM FAMILIAR WITH AND ACCEPT THE
DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION
AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE César E. Mena
César E. Mena - (RESIDENT AGENT)

DATE February 12, 1997