

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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-05/16/97--01001-001  
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*Animal Health  
Associates, Inc.*

- ✓ Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Name Reservation \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
✓ Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

*[Signature]*  
K.R. MAY 16 1997  
Signature \_\_\_\_\_

Requested by: *LS*  
Name \_\_\_\_\_  
Date *5/15/97* Time *2:00*  
Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION  
FOR  
ANIMAL HEALTH ASSOCIATES, INC.**

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: **ANIMAL HEALTH ASSOCIATES, 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 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.

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#### ARTICLE VII. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: 2320 61st Street, Sarasota, Florida, 34243 and the principal office shall be the same as the registered office. The name of the initial registered agent as such address is George W. Johnson Jr., 2320 61st Street, Sarasota, Florida, 34243.

#### 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:

George W. Johnson, Jr. 2320 61st Street, Sarasota, Florida 34243

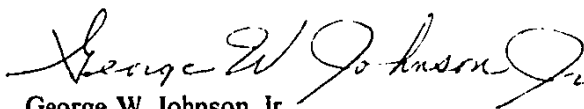
#### ARTICLE IX. INCORPORATOR

The name and street address of the incorporator is:

George W. Johnson Jr. 2320 61st Street, Sarasota, Florida 34243

Having been named as registered agent for ANIMAL HEALTH ASSOCIATES, 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 statues relative to the proper and complete performance of my duties.

Dated this 13th day of May, 1997



George W. Johnson, Jr.  
INCORPORATOR  
REGISTERED AGENT

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CLERK OF COURT  
SARASOTA COUNTY, FLORIDA