

PD97000076204

WYATT, TARRANT & COMBS

1500 NASHVILLE CITY CENTER

511 UNION STREET

NASHVILLE, TENNESSEE 37210-1730

615 244-0020

FAK: 615 256-1726

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CITIZENS PLAZA
LOUISVILLE, KY 40202
602 589-6235

1700 LEXINGTON FINANCIAL CENTER
LEXINGTON, KY 40507
606 233-2012

TAYLOR-SCOTT BUILDING
FRANKFORT, KY 40601
502 223-2104

ELSBY BUILDING
NEW ALBANY, IN 47150
317 945-3551

6075 POPULAR AVENUE, SUITE 650
MEMPHIS, TN 38119
901 537-1000

29 MUSIC SQUARE EAST
NASHVILLE, TN 37203
615 255-0161

313 E. MAIN STREET, SUITE 1
HENDERSONVILLE, TN 37075
615 821-6822

WRITER'S DIRECT DIAL NUMBER
615 251-6739

August 27, 1997

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Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Articles of Incorporation for Lake Park Animal Medical
Clinic, Inc.

Dear Sir/Madam:

Enclosed please find two copies of the articles of incorporation for Lake Park Animal Medical Clinic, Inc. Please file these articles of incorporation with your office. After filing, please mail the certified copy to:

Dr. Hope Marlin
2709 Northwest 53rd Street
Fort Lauderdale, Florida 33309

Thank you for your attention to this matter.

Sincerely,


Andrew Morin

Enclosure

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**ARTICLES OF INCORPORATION
OF
LAKE PARK ANIMAL MEDICAL CLINIC, INC.**

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THE UNDERSIGNED, acting as the sole incorporator of Lake Park Animal Medical Clinic, Inc. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation shall be Lake Park Animal Medical Clinic, Inc.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

General Purposes

The purpose of the corporation includes the transaction of any or all lawful acts or activities for which a corporation may be organized under Chapter 607 of the Florida Statutes.

ARTICLE IV

Shares

The aggregate number of shares which the corporation shall have authority to issue is one hundred (100), consisting of a single class of common stock, all of such shares to be without par value.

ARTICLE V

Initial Registered Office and Agent

The address of the initial Registered Office of the corporation is 2709 Northwest 53rd Street, Ft. Lauderdale, Florida 33309, and the initial Registered Agent at such address is Hope Marlin. The principal place of business is the same as the registered office.

ARTICLE VI

Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time pursuant to the provisions of the by-laws of the corporation, but in no event shall the number of directors be less than one (1). The name[s] and address[es] of the person[s] who is[are] to serve as the initial Director[s] until the first annual meeting of the shareholders of the corporation or until such successor Directors are elected and shall qualify are as follows:

Hope Marlin

2709 Northwest 53rd Street
Fort Lauderdale, Florida 33309

ARTICLE VIII

Incorporator

The name and address of the sole incorporator of the corporation is Hope Marlin, 2709 Northwest 53rd Street, Fort Lauderdale Florida 33309.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 26th day of August, 1997.

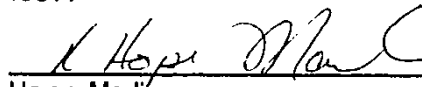


Hope Marlin, Incorporator

**ACCEPTANCE OF APPOINTMENT BY INITIAL
REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as the Initial Registered Agent at the Office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 607.050, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the corporation.

DATED, this 26th day of August, 1997.



Hope Marlin
Registered Agent

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