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November 10, 1997

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Secretary of State
P.O. Box 6327
Division of Corporations
The Capital
Tallahassee, FL 32314

Re: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for Veterinarian Management Associates, Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

My check, #3411, in the amount of \$122.50 representing the fee for said filings is enclosed.

Very truly yours,

Robert C. Buzzetti
1570 E. Commercial Blvd.
Fort Lauderdale, Florida 33334

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97 DEC -3 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PD
12-5-97

ARTICLES OF INCORPORATION

OF

Veterinarian Management Associates, Inc.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon the acceptance of the State of Florida of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is

Veterinarian Management Associates, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1,000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional

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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 of this corporation is: 1570 E. Commercial Blvd., Fort Lauderdale, Florida 33334 and the name of the initial registered agent of this corporation at that address is Robert C. Buzzetti.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director(s) of this corporation

is: Robert C. Buzzetti
1570 E. Commercial Blvd
Fort Lauderdale, Florida 33334

ARTICLE IX. Officers. The initial officer of the corporation will be: Robert C. Buzzetti, President, Secretary, and Treasurer.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Robert C. Buzzetti
1570 E. Commercial Blvd
Fort Lauderdale, Florida 33334

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

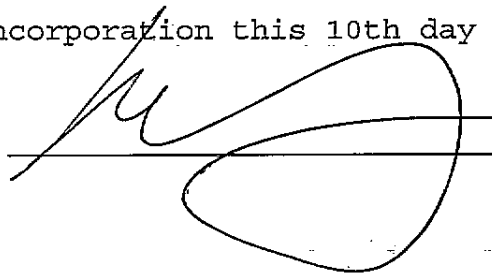
ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 1570 E. Commercial Blvd., Pompano Beach, Florida, 33334.

ARTICLE XIV. The registered agent and the corporate officers may be different, but at the same place of business.

ARTICLE XV. The corporation shall be effective upon acceptance by the State of Florida of these articles.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of November, 1997.

 (SEAL)

STATE OF FLORIDA }
COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, personally appeared, Robert C. Buzzetti, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 10th day of November, 1997.


NOTARY PUBLIC

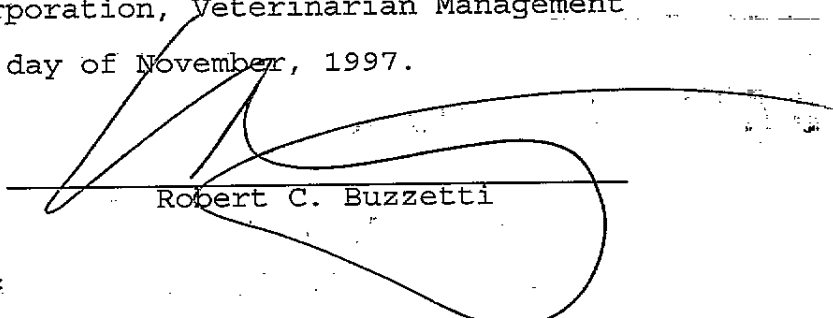
My Commission Expires: _____

JAMES P. BRAMBLE
Notary Public, State of Florida
My Comm. Expires June 5, 1998
No. CC 379012
Bonded Thru Official Notary Service

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State of Florida Division of
Corporations Department of State Tallahassee, FL 32304

I, Robert C. Buzzetti, do hereby consent to serve as
registered agent for the corporation, Veterinarian Management
Associates, Inc., this 10th day of November, 1997.


Robert C. Buzzetti

Address of registered agent:

1570 E. Commercial Blvd.
Fort Lauderdale, Florida 33334

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