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797000104419
Rogers, Powers et al.

Requestor's Name
106 South Monroe Street
2nd Floor

Address

Tallahassee, FL 32301 (222-7200)

City/State/Zip

Phone #

* Please call Pat if problems.

Office Use Only

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. South Monroe Animal Hospital, PA
(Corporation Name) (Document #) 600002368886--8
-12/11/97--01003--002
*****70.00 *****70.00
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in
☐ Mail out

☒ Pick up time 12/11
☐ Will wait

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☐ Certificate of Status

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DIVISION OF CORPORATIONS
SECRETARY OF STATE

* Please return
a filed stamped
copy. Thanks

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

K. Rolfe DEC 11 1997

W97-27654
K. Rolfe DEC 10

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

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DEC 11 PM 12:18

DIVISION OF CORPORATION

December 11, 1997

ROGERS, TOWERS ET AL.
106 S MONROE STREET
2ND FLOOR
TALLAHASSEE, FL 32301

SUBJECT: SOUTH MONROE ANIMAL HOSPITAL, P.A.
Ref. Number: W97000027654

We have received your document for SOUTH MONROE ANIMAL HOSPITAL, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 097A00058297

Kimberly:
** Please back-date to*
a filing date of 12/10/97
when document was
submitted. Thanks.
Pat with
RTBJS

**ARTICLES OF INCORPORATION
OF
SOUTH MONROE ANIMAL HOSPITAL, P.A.**

ARTICLE I

Name

The name of this corporation is:

South Monroe Animal Hospital, P.A.

ARTICLE II

Purpose

It is intended that this Corporation shall be a professional service corporation governed by the provisions of Chapter 621, Florida Statutes.

The general nature of the business or businesses to be transacted is as follows:

To engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida including, but not limited to, purchasing or otherwise acquiring, owning and operating a veterinary hospital in Tallahassee, Florida.

To do all and everything necessary and proper for the accomplishment of the objects necessary or incidental to the benefit and protection of the corporation, and to transact any lawful business and to exercise all powers granted to corporations by the laws of the State of Florida.

To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise.

To conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property.

To take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of this state or any other state or government and to maintain margin accounts with stock brokerage firms in order to facilitate such dealings; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

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To purchase, hold, sell and transfer shares of its own capital stock, provided that this corporation shall not purchase any of its own capital stock except from the surplus of its assets over liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders' quorum or vote.

To acquire, to pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To contract debts and borrow money at such rates of interest, not to exceed the lawful interest rate, and upon such terms the corporation's board of directors may deem necessary or expedient and shall authorize or agree upon, issue and sell bonds, debentures, notes and other evidence of indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the Board of Directors deem expedient.

To make gifts for educational, scientific or charitable purposes.

The foregoing clauses will be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

Stock

The maximum number of shares with par value that this corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of the par value of one cent (\$0.01) each.

ARTICLE IV

Limitations on Corporate Stock

This Corporation may not issue any of its capital stock to anyone other than a professional corporation, a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Corporation is incorporated. No shareholder of this Corporation may enter into a voting trust agreement vesting another person with the authority to exercise the voting power of any or all of that person's stock.

If any shareholder of this Corporation who has been rendering professional service to the public becomes legally disqualified to render such professional services within this state or is otherwise restricted from rendering such professional services or owning stock in this Corporation, that person shall sever all financial interests in this Corporation forthwith.

ARTICLE V

Perpetual Existence

This corporation is to have perpetual existence.

ARTICLE VI

Principal Office; Mailing Address

The principal office and mailing address of this corporation will be at 2701 North Monroe Street, Tallahassee, Florida, 32303, or such other address as the Board of Directors may from time-to-time designate.

ARTICLE VII

Directors

The number of its directors shall not be less than one (1) but may be such greater number as may be elected by the stockholders from time to time.

The name and address of the member of the first board of directors, who shall hold office for the first year of the existence of the corporation or until his successor is elected or appointed is:

<u>NAME</u>	<u>ADDRESS</u>
George W. Simmons	2701 North Monroe Street Tallahassee, FL 32303
Randy S. Fullerton	2701 North Monroe Street Tallahassee, FL 32303
Shane M. Burkhead	2701 North Monroe Street Tallahassee, FL 32303

ARTICLE VIII

Incorporator

The name and address of the sole incorporator of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Pat Roberts	106 South Monroe Street Tallahassee, Florida 32302

ARTICLE IX

Registered Agent

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

<u>NAME</u>	<u>ADDRESS</u>
Pat Roberts	106 South Monroe Street Tallahassee, Florida 32302

ARTICLE X

Amendment

This corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, THE UNDERSIGNED, being the sole original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these articles, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 10 day of December, 1997.


PAT ROBERTS
Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

South Monroe Animal Hospital, P.A.

2. The name and address of the registered agent and office are:

Pat Roberts

106 South Monroe Street
Tallahassee, Florida 32302

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

SIGNATURE: Pat Roberts

PAT ROBERTS

DATE: 12/10/97

rsf/jkc\tally\articles.inc

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TALLAHASSEE, FLORIDA

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