Law Office of Brian D. Hess

9108 Front Beach Road Post Office Box 9454 Panama City Beach, Florida 32417

Brian D. Hess Steven L. Applebaum Phone (850) 235-3004 FAX (850) 235-1124



Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: Animal Hospital of the Emerald Coast, Inc. J.G.S. Construction, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Animal Hospital of the Emerald Coast, Inc. and an original and one (1) copy of the Articles of Incorporation for J. G. S. Construction, Inc. Enclosed please find a check in the sum of \$245.00 to pay the filing fees of \$122.50 for each corporation. Please forward certified copies of the Articles after filing to me at the above post office box. If you need anything further to file the Articles, please call me.

Sincerely,

Patricia D. Middlebrooks Legal Assistant to Brian D. Hess

/pdm/Enclosures

My as

Articles of Incorporation of Animal Hospital of the Emerald Coast, Inc. PH 3:45

Article I. Corporate Name and Initial Corporate And

The name of this corporation is **Animal Hospital of the Emerald Coast, Inc.**, and the initial corporate address is 350 Mary Esther Blvd., Mary Esther, Florida 32569.

Article II. Nature of Business and Powers

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, having a par value of \$1.00 per share.

Article IV. Term of Existence

This corporation shall have perpetual existence commencing upon filing of the articles.

Article V. Registered Agent and Initial Registered Office

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Brian D. Hess 9108 Front Beach Road Panama City Beach, Florida 32407

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

Article VI. Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

Article VII. Initial Director

The name of the initial director of this corporation and his street address is:

Thomas E. Carlos 350 Mary Esther Blvd. Mary Esther, Florida 32569

The person named as initial director shall hold office for the first year of existence of this corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

Article IX. Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Brian D. Hess, Esq. 9108 Front Beach Road Panama City Beach, Florida 32407

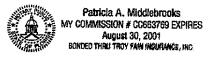
Article X. Preemptive Rights

Every shareholder upon the sale for cash of any new stock of this control of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

In witness whereof, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the _____ day of January, 1998.

State of Florida County of Bay

Before me, a Notary Public, personally appeared Brian D. Hess, who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on the _____ day of January, 1998, W who was personally known to me; or [] who produced



Patricia A. Middlebrooks, Notary Public My Commission Expires:

Commission No.:

Consent of Registered Agent

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.