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June 4, 1998

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

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-06/10/98-01019--002
*****122.50 *****122.50

Re: David S. Kilpatrick, D.V.M., Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$ 122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

David S. Kilpatrick

David S. Kilpatrick

David S. Kilpatrick, D.V.M., Inc
935 36th CT SW
Vero Beach, FL 32968
Phone 1-561-562-7845

FILED
98 JUN 10 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. Kilpatrick GAVE
AUTHORIZATION BY PHONE TO
CORRECT art VII
DATE 6/12/98
DOC. EXAM BR

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ARTICLES OF INCORPORATION

of

David S. Kilpatrick, D.V.M., Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

David S. Kilpatrick, D.V.M., Inc

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1,000) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME <u>David S Kilpatrick, D.V.M., Inc.</u>		
ADDRESS <u>935 36th CT SW</u>		
CITY <u>Vero Beach</u>	FLORIDA	ZIP <u>32968</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME <u>David S. Kilpatrick</u>		
ADDRESS <u>935 36th CT SW</u>		
CITY <u>Vero Beach</u>	FLORIDA	ZIP <u>32968</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME <u>David S Kilpatrick</u>		
ADDRESS <u>4900 13th Lane</u>		
CITY <u>Vero Beach</u>	STATE <u>Florida</u>	ZIP <u>32966</u>
NAME <u>Rachelle A Kilpatrick</u>		
ADDRESS <u>4900 13th Lane</u>		
CITY <u>Vero Beach</u>	STATE <u>Florida</u>	ZIP <u>32966</u>
NAME		
ADDRESS		
CITY	STATE	ZIP

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	David S Kilpatrick		
ADDRESS	4900 13th Lane		
CITY	Vero Beach	STATE	Florida
		ZIP	32966

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

*CERTIFICATE OF REGISTERED AGENT
OF*

David S. Kilpatrick, D.V.M., Inc.
(name of corporation)

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TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 935 36th CT SW

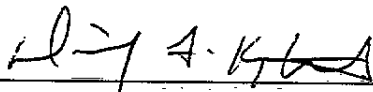
Vero Beach, FL 32968

has named David S. Kilpatrick

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

X 
(registered agent & incorporator)