

Charter Number Only

ELADIO ARNESTO
Requestor's Name
850 N. MIAMI AVE #102
Address
MIAMI, FL 33136
City State ZIP Phone

ALLOCATION ONLY
300002619533--6
-08/19/98-01005-009
*****70.00 *****70.00

CORPORATION(S) NAME

Pets Love Veterinary Group, INC.



Empire Toll Free: 1-800-432-3028

FILED
98 AUG 24 AM 10:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA
98 AUG 19 AM 9:01
DIVISION OF CORPORATIONS

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.B. Verifier

1-888-258-9472
2589

P.O.

FILED
98 AUG 24 AM 10:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1998

EMPIRE

MIAMI, FL

SUBJECT: PETS LOVE VETERINARY GROUP, INC.
Ref. Number: W98000018942

We have received your document for PETS LOVE VETERINARY GROUP, INC.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address 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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 398A00043034

RECEIVED
98 AUG 24 AM 9:06
DIVISION OF CORPORATION

Articles of Incorporation of
PETS LOVE VETERINARY GROUP, INC.

ARTICLE I - NAME

The name of this Corporation is **PETS LOVE VETERINARY GROUP, INC.**

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Florida Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting pet care products and services, and any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended. The foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of the Corporation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Ten Dollars (\$10.00) par value common stock which shall be designated as *Common Shares*.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 850 N. Miami Avenue, Suite 102, Miami, FL 33136. This name of the initial registered agent of this corporation at that address is Eladio Jose Armesto.

ARTICLE VII - MANAGEMENT OF CORPORATION

For the management of the business and for the conduct of the affairs of the Corporation, and in further definition, limitation and regulation of the powers of the corporation and of its directors and stockholders, or any class thereof, as the case may be, it is further provided:

FILED
98 AUG 24 AM 11:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Bylaws.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased according to the Bylaws of the Corporation; however, there shall never be less than one Director nor more than five. The name, position, and address of each member of the initial Board of Directors of the Corporation are:

Jose A. Sordo-Suarez Director/President 2403 SW 102 Place Miami, FL 33165	Jose Marmol Director/Vice President 2403 SW 102 Place Miami, FL 33165
Gloria Marmol Director/Treasurer 2403 SW 102 Place Miami, FL 33165	Eladio Jose Armesto Director/Secretary Jose Marti Station Miami, FL 33135-0002

ARTICLE IX - INCORPORATORS

The name and address of the Incorporators signing these articles is:

Jose A. Sordo-Suarez Director/President 2403 SW 102 Place Miami, FL 33165	Jose Marmol Director/Vice President 2403 SW 102 Place Miami, FL 33165
Gloria Marmol Director/Treasurer 2403 SW 102 Place Miami, FL 33165	Eladio Jose Armesto Director/Secretary Jose Marti Station Miami, FL 33135-0002

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

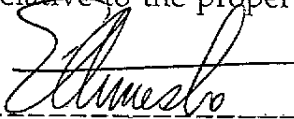
ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of

the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII - ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named to accept service of process for the Corporation named above, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



Eladio Jose Armesto
Registered Agent

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the Seventh day of June, 1998.



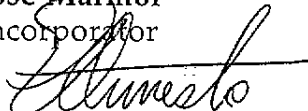
Jose A. Sordo Suarez
Incorporator



Jose Marmol
Incorporator



Gloria Marmol
Incorporator



Eladio Jose Armesto
Incorporator

FILED
98 AUG 24 AM 10:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA