

P99000046854



236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 5/17/99 11:00 MT (smiley face)

CERTIFIED COPY

X CUS GS

X PHOTO COPY

X FILING Articles

1.) Companion Animal Hospital, P.A.  
(CORPORATE NAME & DOCUMENT #)

2.)  
(CORPORATE NAME & DOCUMENT #)

3.)  
(CORPORATE NAME & DOCUMENT #)

4.)  
(CORPORATE NAME & DOCUMENT #)

5.)  
(CORPORATE NAME & DOCUMENT #)

FILED  
99 MAY 24 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

20000876912-1  
-05/17/99-01064-019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SPECIAL INSTRUCTIONS

W-11457

RECEIVED  
99 MAY 17 PM 11:59  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

ajc  
5/17



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 17, 1999

CORPORATE ACCESS, INC.

SUBJECT: COMPANION ANIMAL HOSPITAL, P.A.  
Ref. Number: W99000011457

We have received your document for COMPANION ANIMAL HOSPITAL, P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6878.

Alan Crum  
Document Specialist

Letter Number: 199A00027128

PARTICLES2tmw  
COMPARTmf

99 MAY 24 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION  
OF

COMPANION ANIMAL HOSPITAL OF JACKSONVILLE, P.A.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation for profit under Chapter 621 of the Florida Statutes, as amended.

ARTICLE I - NAME

The name of this corporation is:  
Companion Animal Hospital of Jacksonville, P.A.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal office of the corporation is:

6003 Phillips Highway  
Jacksonville, FL 32216

ARTICLE III - DURATION

The corporation is to commence its corporate existence on the date of filing by the Secretary of the State of Florida. This corporation shall exist perpetually.

ARTICLES IV.

LICENSED SHAREHOLDERS AND OFFICERS

Pursuant to Florida Statutes §621.09(1), all shareholders of this corporation shall be duly licensed by the State of Florida to perform the same professional service for which the corporation is organized. Pursuant to Florida Statutes §621.10, any shareholder, officer, agent or employee of this corporation who becomes legally disqualified to render services for the corporation or who accepts employment that places restrictions or limitations upon his or her rendering of professional services

for the corporation, shall sever all employment with, and financial interest in, the corporation.

#### ARTICLE V - PURPOSE

This corporation is organized for the following purposes:

- (a) The practice of veterinary medicine
- (b) The transaction of any and all other lawful business for which professional service corporations may be incorporated including but not limited to those powers pursuant to Chapter 621 of the Florida Statutes, as amended, and the doing of all lawful things related thereto.

#### ARTICLE VI - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One and no/100 Dollars (\$1.00) par value common stock. Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders, unless otherwise designated as "NONVOTING" by a resolution recorded in the corporation's minute book and a similar legend on the subject certificate(s). The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

#### ARTICLE VII - INITIAL REGISTERED AGENT AND OFFICE

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

Robin R. Chambers  
6003 Phillips Highway  
Jacksonville, FL 32216

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time but shall never be less than one (1). All corporate

powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors. Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The name and address of the initial director is:

Robin R. Chambers  
6003 Phillips Highway  
Jacksonville, FL 32216

#### ARTICLE IX - RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

#### ARTICLE X - INDEMNIFICATION

The corporation may indemnify any present or former officer, incorporator, or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE XI - AMENDMENT

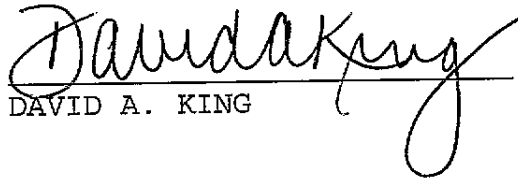
The shareholders reserve the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or to adopt new provisions. These Articles of Incorporation may be amended by a simple majority vote (greater than 50%) of the voting stock of the corporation that is present at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose at which a quorum is present. These Articles of Incorporation may be amended without a meeting as provided for in the Bylaws.

ARTICLE XII - INCORPORATOR

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

David A. King  
Attorney at Law  
1416 Kingsley Avenue  
Orange Park Florida 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 20<sup>th</sup> day of May, 1999.

  
DAVID A. KING

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

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

Companion Animal Hospital of Jacksonville, P.A.  
desiring to organize under the laws of the State of Florida,  
with its principal office as indicated in the Articles  
of Incorporation in the State of Florida, has named as  
its agent to accept service of process within this State:

Robin R. Chambers  
6003 Phillips Highway  
Jacksonville, FL 32216

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service  
of process for the above stated corporation, at the place  
designated in this certificate, I hereby agree to act  
in this capacity, and agree to comply with the provisions  
of said Act.

  
Robin R. Chambers

**FILED**  
99 MAY 24 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA