

HARRY A. JONES
ATTORNEY AT LAW

HARBOR TOWNE
11 A. MAX BREWER PARKWAY
TITUSVILLE, FLORIDA 32796

October 4, 1999

P.O. BOX 6447
TITUSVILLE, FLORIDA 32782-6447
(407) 264-0334
FAX: (407) 269-6840

P99000091312

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

800003013408--6
-10/13/99--01030--003
*****70.00 *****70.00

Re: PORT ST. JOHN VETERINARY HOSPITAL, P.A.

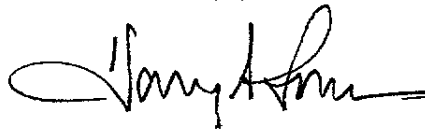
Dear Sir/Madam:

Enclosed find an original and one copy of Articles of Incorporation for the above-captioned professional association, together with check in the sum of \$70.00 to cover your filing fees.

Please stamp the copy of the Articles with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,



Harry A. Jones

HAI/re
Enc.

FILED
99 OCT 13 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/18/99
T.B.

FILED

99 OCT 13 PM 1:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
PORT ST. JOHN VETERINARY HOSPITAL, P. A.

The undersigned, for the purpose of forming a professional corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I
Name

Section 1.1. Name: The name of this Professional Corporation is: **PORT ST. JOHN VETERINARY HOSPITAL, P.A.**, and the address of the principal place of business is 1000 Cheney Highway, Titusville, FL 32780.

ARTICLE II
Duration

Section 2.1. Duration: This Professional Corporation shall exist perpetually.

ARTICLE III
Purpose

Section 3.1. Purposes: This Professional Corporation is organized for the sole and specific purpose of engaging in every phase and aspect of the business of rendering the same professional services to the public that a doctor of veterinary medicine, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice veterinary medicine herein.

This Professional Corporation shall have all the powers conferred upon it by the laws of the State of Florida or of any other state or country and not prohibited by the Florida Professional Service Corporation Act; provided, however, that this corporation shall not engage in any business other than the rendering of the professional services described above for which it was organized.

It is expressly hereby provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this professional corporation otherwise permitted by law.

ARTICLE IV **Capital Stock**

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500 shares having One Dollar (\$1.00) par value per share. No person other than one licensed to practice veterinary medicine in the State of Florida shall be a shareholder of this professional corporation.

Section 4.2. Restrictions on Transfer of Stock. The shareholders may, by provision of bylaws or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE V **Initial Registered Office and Agent**

Section 5.1. Name and Address. The street address of this professional corporation's initial registered office is: **1000 Cheney Highway, Titusville, FL 32780**, and the name of the initial registered agent at that address is **PAUL P. BURGER, D.V.M.**

ARTICLE VI **Directors**

Section 6.1. Number. This Professional Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one (1). The manner of selection of directors shall be as provided in the bylaws.

Section 6.2. Initial Director. The name and street address of the member of the first board of directors of this Professional Corporation who is licensed to practice veterinary medicine in the State of Florida is:

Name

Address

Paul P. Burger, D.V.M.

1000 Cheney Highway
Titusville, FL 32780

Section 6.3. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII
Bylaws

Section 7.1. Bylaws. The initial bylaws of this Professional Corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE VIII
Incorporator

Section 8.1. Name and Address. The name and street address of the incorporator of this Professional Corporation, who is licensed to practice veterinary medicine in the State of Florida is:

Paul P. Burger, D.V.M.

1000 Cheney Highway
Titusville, FL 32780

ARTICLE IX
Amendment

Section 9.1. Amendment. This Professional Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation by a vote of not less than sixty-six and sixty-six one-hundredth percent (66.66%) of its shareholders, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X
Dissolution

Section 10.1. Dissolution. The corporation may be dissolved at anytime (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least sixty-six and sixty-six one hundredth percent (66.66%) of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporation property and assets shall, after payment of all obligations, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

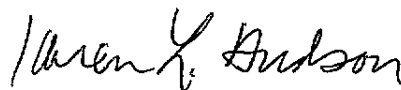
IN WITNESS WHEREOF, the incorporator has executed these Articles the 7
day of October, 1999.



PAUL P. BURGER, D.V.M.

State of **FLORIDA**
County of **BREVARD**

The foregoing instrument was acknowledged before me by PAUL P. BURGER, D.V.M. this 7th day of Oct., 1999, who is personally known to me



Notary Public, State of Florida

My Commission Expires:



FILED

99 OCT 13 PM 1:54

**STATEMENT OF DESIGNATION AND ACCEPTANCE OF
INITIAL REGISTERED AGENT AND REGISTERED OFFICE OF**

PORT ST. JOHN VETERINARY HOSPITAL, P.A.

Pursuant to the provisions of Florida Statutes, Sections 48.091 and 607.034(3), the undersigned, as President of **PORT ST. JOHN VETERINARY HOSPITAL, P. A.** files this statement of the designation and acceptance of the initial registered agent of the Corporation.

The initial registered office of the Corporation is: **1000 Cheney Highway, Titusville, FL 32780**, and the name of the initial registered agent of this Corporation at that address is: **PAUL P. BURGER, D.V.M.**

DATED this 7th day of October, 1999.


PAUL P. BURGER, D.V.M.
President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I hereby accept appointment as the registered agent for **PORT ST. JOHN VETERINARY HOSPITAL, P. A.**, as stated in the Articles of Incorporation of said Corporation.


PAUL P. BURGER, D.V.M.