

V13197

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Articles of Incorporation

Filed 2-11-92

7 pgs.



1201 Hays Street, Tallahassee, FL 32301 (904) 222-9171  
MAILING ADDRESS: Post Office Box 6826, Tallahassee, FL 32314  
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V13197

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692 FEB 11 PM 3:21

STEARNS WEAVER ETAL  
ATTN: ELLEN S. ROSICHAN  
305-789-3200  
2200 MUSEUM TOWER  
150 WEST FLAGLER ST.  
MIAMI, FL 33130

ORDER NUMBER		
00024382		
CUSTOMER NO.	ORDER DATE	ORDER TIME
1284	02/11/92	12:49 PM
ORDER TAKEN BY		
DEBBIE REGISTER		

WORK ORDER DESCRIPTION

FILE DOMESTIC ART. OF INC

PROFIT/CERTIFIED COPY

1. DVM ACQUISITION CORPORATION

CHARTER #

DATE FILED:

DOCUMENTS RECEIVED BY AIRBORNE. STATE FEES PAID  
WITH YOUR CHECK #42144 FOR \$122.50.  
DR/

02/11/92--00164--001  
DOMESTIC ART. OF INC. \$122.50  
MIN. STATE FEE \$5.00  
DOM. FILE FEE \$5.00  
CERT. PROFIT COPY \$5.00  
TOTAL \$137.50

FED EXP

If for any reason the above request is confusing or incorrect please contact our office immediately at the telephone number listed above. Thank you for your assistance with the above request.

REQUEST FOR INFORMATION

ARTICLES OF INCORPORATION  
OF  
DVM ACQUISITION CORPORATION

FILED  
FEB 11 PM 3:21  
SECRETARY OF STATE  
TALLAHASSEE, FLA.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is DVM Acquisition Corporation. The address of the principal office and the mailing address of this corporation is 8800 N.W. 36th Street, Miami, Florida 33178.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of Ten Cents (\$.10) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

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

<u>Name</u>	<u>Address</u>
Carl D. Roston	c/o Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A. 2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE V - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one person. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of this corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of this corporation is:

<u>Name</u>	<u>Address</u>
Richard C. Pfenniger, Jr.	8800 N.W. 36th Street Miami, Florida 33178

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Carl D. Roston	c/o Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A. 2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of this corporation.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director of this corporation, to the fullest extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon this corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation this 10th day of February, 1992.

Carl D. Roston  
Carl D. Roston,  
Incorporator

STATE OF FLORIDA       )  
                              ) ss  
COUNTY OF DADE       )

The foregoing instrument was acknowledged before me this  
10th day of February, 1992 by Carl D. Roston, who is personally  
known to me or who has produced a driver's license as  
identification and who did not take an oath.

Ellen S. Rosichan  
Print or Stamp Name: Ellen S. Rosichan  
Notary Public, State of Florida at Large  
My Commission Expires:


NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPIRES 11, 1995  
1000 9th Avenue, S.W., D.C.

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

  
\_\_\_\_\_  
Carl D. Roston,  
Registered Agent

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