

State of Idaho

Department of State

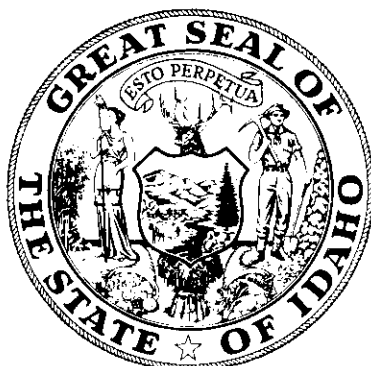
CERTIFICATE OF AUTHORITY OF

BURNS-DELTA VETERINARY SUPPLY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **BURNS-DELTA VETERINARY SUPPLY, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to **BURNS-DELTA VETERINARY SUPPLY, INC.** to transact business in this State under the name **BURNS-DELTA VETERINARY SUPPLY, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 20, 1983**



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is BURNS-DELTA VETERINARY SUPPLY, INC.
2. *The name which it shall use in Idaho is BURNS-DELTA VETERINARY SUPPLY, INC.
3. It is incorporated under the laws of California
4. The date of its incorporation is December 1, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 6480 Flotilla Street, Commerce, California 90040
6. The street address of its proposed registered office in Idaho is 599 West Bannock Street, Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is Richard Anderson, Esq., c/o Anderson, Kaufman, Ringert & Clark
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Wholesale drug and vet supply.

8. The names and respective addresses of its directors and officers are: (SEE ATTACHED RIDER)

Name	Office	Address

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>One Thousand (1,000)</u>	<u>common</u>	<u>each of which are to be without par value.</u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
One Thousand (1,000)	common	each of which are to be without par value.

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated September 14, 1983.

BURNS-DELTA VETERINARY SUPPLY, INC.

By

Michael Ashkin,

Its President

and

Anna Ashkin,

Its Secretary

STATE OF NEW YORK)
COUNTY OF Nassau) ss:

I, HERBERT SEIGEL, a notary public, do hereby certify that on this 14 th day of September, 1983, personally appeared before me MICHAEL ASHKIN, who being by me first duly sworn, declared that he is the President of BURNS-DELTA VETERINARY SUPPLY, INC.

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

HERBERT SEIGEL
NOTARY PUBLIC, State of New York
No. 30-3588140
Qualified in Nassau County
Commission Expires March 30, 1985

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

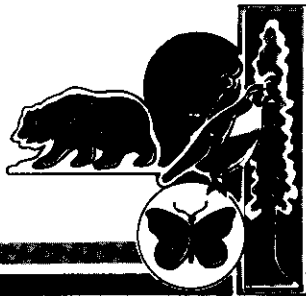
8. The named and respective addresses of its directors and officers are:

Joseph Ashkin(Chairman/Director)
100 Banks Avenue
Rockville Center, New York 11570

Anna Ashkin(Secretary/Treasurer/Director)
100 Banks Avenue
Rockville Center, New York 11570

Michael Ashkin(President/Director)
100 Banks Avenue
Rockville Center, New York 11570

John Dinatale (Vice President)
6480 Flotilla Street
Commerce, California 90040



State of California

OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

AUG 30 1983



March Fong Eu

Secretary of State

1010456

FILED
In the office of the Secretary of State
of the State of California

ARTICLES OF INCORPORATION

OF

DELTA VETERINARY MEDICAL SUPPLY WEST INC.

DEC 1 1980

MARCH 1981 ELL Secretary of State

By *[Signature]*
Deputy

I

The name of the corporation is DELTA VETERINARY MEDICAL SUPPLY WEST INC.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process is:
John DiNatale, Modern Wholesale Drug Company Western, Inc.
6480 Floridian Street, Downey, California 90240

IV

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is One Thousand (1,000) common shares, each of which are to be without par value.

DATED: November 21, 1980

[Signature]
Judith Moody, Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

Judith Moody
Judith Moody, Incorporator

NAME CHG. TO: DELTA VETERINARY MEDICAL SUPPLY, INC. 010456

A267992

CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF DELTA VETERINARY MEDICAL SUPPLY WEST, INC.

FILED
In the office of the Secretary of State
of the State of California

JUL 14 1983

MARCH FORBES, Secretary of State
Deputy

CERTIFY THAT:

No. 1: Michael Ashkin and Joseph Ashkin are the President and Secretary respectively of Delta Veterinary Medical Supply West, Inc. a California corporation.

No. 2: Article I of the Articles of Incorporation of Delta Veterinary Medical Supply West, Inc. amended to read as follows:
"Article I The name of the Corporation is Delta Veterinary Medical Supply, Inc."

No. 3 The foregoing amendment of the articles of incorporation has been duly approved by the Board of Directors.

No. 4 The foregoing amendment of the articles of incorporation has been duly approved by the required vote of share holders in accordance with Section 902 of the Corporation Code. The total number of outstanding shares of the corporation is 100,000. 75,000 shares voting in favor of the amendment was more than 50%.

Michael Ashkin
Michael Ashkin, President

Joseph Ashkin
Joseph Ashkin, Secretary

The undersigned declares under the penalties of perjury that the matter set forth in the foregoing certificate are true of their own knowledge. Witness at the State of New York, County of Nassau, village of Rockville Binger, on the ninth day of June, 1983.

Michael Ashkin
Michael Ashkin, President

Joseph Ashkin
Joseph Ashkin, Secretary

1010456

A269732

CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF DELTA VETERINARY MEDICAL SUPPLY, INC.

FILED
In the office of the Secretary of State
of the State of California

AUG 23 1983

MARCH FONG EU, Secretary of State
[Signature]
Deputy

CERTIFY THAT:

- No. 1: Michael Ashkin and Anna Ashkin are the President and Secretary respectively of Delta Veterinary Medical Supply, Inc. a California corporation, originally incorporated under the name of Delta Veterinary Medical Supply West, Inc.
- No. 2: Article I of the Articles of Incorporation of Delta Veterinary Medical Supply, Inc. is amended to read as follows:
- "Article I The name of the Corporation is Burns-Delta Veterinary Supply, Inc."
- No. 3: The foregoing amendment of the Articles of Incorporation has been duly approved by the Board of Directors.
- No. 4: The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporation Code. The total number of outstanding shares of the Corporation is 100. The Number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

Dated: August 1, 1983

[Signature]
Michael Ashkin, President

[Signature]
Anna Ashkin, Secretary

The undersigned declares under the penalties of perjury that the matters set forth in the foregoing certificate are true of their own knowledge. Executed at the State of New York, County of Nassau, Village of Rockville Centre, on the first day of August, 1983.

[Signature]
Michael Ashkin, President
[Signature]
Anna Ashkin, Secretary