

FILED ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
STATE OF IDAHO

BLUE CROSS VETERINARY CLINIC, CHTD.

The undersigned, acting as incorporators of the professional corporation under the Idaho Professional Service Corporation Act, I.C., Section 30-1301 et seq, adopt the following Articles of Incorporation for such professional corporation:

FIRST: The name of the corporation is:
BLUE CROSS VETERINARY CLINIC, CHTD.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the professional corporation is organized are:
For the practice of veterinary medicine and the transaction of any and all lawful business for which professional corporations may be incorporated under the Idaho Professional Service Corporation Act, as now written or may hereafter be amended.

FOURTH: The aggregate number of shares which the professional corporation shall have authority to issue is:

ONE HUNDRED (100) shares, without par value.

FIFTH: The address of the initial registered office of the professional corporation is: 743 South Challis, Salmon, Idaho 83467; with a physical address of 743 South Challis, Salmon, Lemhi County, Idaho, and the name of its initial registered agent at such address is ROBERT E. COPE.

SIXTH: The number of Directors constituting the initial board of directors of the professional corporation is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

ROBERT E. COPE

1610 Main Street
Salmon, Idaho 83467

TRAD SECRETARY OF STATE

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SEVENTH: The name and address of the incorporator is: 1 @ 100.00 = 100.00 CORP

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SEVENTH: The name and address of the incorporator is:

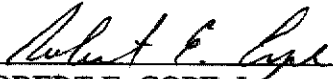
NAME

ROBERT E. COPE

ADDRESS

1610 Main Street
Salmon, Idaho 83467

DATED this 25th day of September, 1997.



ROBERT E. COPE, Incorporator


VERIFICATION

STATE OF IDAHO)
 : ss.
County of Lemhi)

On this 25 day of September, 1997, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared **ROBERT E. COPE**, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal the day and year above written.

(NOTARIAL SEAL)



Notary Public for State of Idaho
Residing at Salmon, Idaho
My Commission Expires: 10/26/99