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ARTICLES OF INCORPORATION OF WINTERSET VETERINARY CENTER, P.C.

The undersigned Incorporator of a corporation organized under the Iowa Professional Corporation Act, Chapter 496C, Code of Iowa (1985), does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I
NAME OF THE CORPORATION

The name of the corporation shall be Winterset Veterinary Center, P.C.

ARTICLE II
PURPOSES

The purpose for which the corporation is organized is the practice of veterinary medicine and for the additional purpose of doing all lawful things which may be incidental to or necessary or convenient in connection with the practice of such profession.

ARTICLE III
AUTHORIZED SHARES

The aggregate number of shares which this corporation shall have authority to issue is 1,000,000 shares of Common Stock par value $100.00 per share. Each share shall have equal rights with each other share in respect of dividends, voting and in liquidation.

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BOOK 37 PAGE 434
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MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee $20.00
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ARTICLE IV
REGISTERED OFFICE OF AGENT

The address of the initial registered office of the corporation is 315 E. Madison, Winterset, IA 50273 and the name of the initial registered agent at such address is Kenneth A. Henrichsen.

ARTICLE V
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and becomes qualified is:

NAME	ADDRESS
Kenneth A. Henrichsen	315 E. Madison Winterset, IA 50273

ARTICLE VI
AMENDMENTS

The corporation reserves the right from time to time to amend, alter, repeal or to add any provision to its Articles of Incorporation, in the manner now or hereafter prescribed by law. At any meeting of the shareholders at which a proposed amendment is duly submitted in the manner prescribed by law, modifications or revisions of such proposed amendment may be submitted, voted upon and adopted at such meeting in the same manner and to the same effect as the original proposed amendment.

734

ARTICLE VII
BY-LAWS

The initial By-Laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors.

ARTICLE VIII
RESTRICTION ON TRANSFER OF SHARES

No shareholder or other person shall make any voluntary transfer of any shares in the corporation to any person, except to the corporation or to an individual who is licensed to practice veterinary medicine in Iowa.

ARTICLE IX
DATE OF INCORPORATION

The corporate existence shall begin on October 1, 1986.

ARTICLE X
OFFICERS

Until the election and qualification of their successors, the following shall serve as officers of the corporation:

President . . . . . Kenneth A. Henrichsen

Vice President. . . . . Kenneth A. Henrichsen

Secretary . . . . . Kenneth A. Henrichsen

Treasurer . . . . . Kenneth A. Henrichsen

ARTICLE XI
EXECUTION OF WRITTEN INSTRUMENTS

All instruments executed by the corporation in writing, which are acknowledged, and which affect an interest in real estate, shall be executed by the President of the corporation or

otherwise executed as provided by specific resolution of the Board of Directors. All other instruments executed by the corporation, including but not limited to release of mortgages or liens, shall be executed by the President of the corporation or otherwise executed as provided by specific resolution of the Board of Directors.

ARTICLE XII
INCORPORATOR

The name and address of the Incorporator is:

NAME	ADDRESS
Kenneth A. Henrichsen	315 E. Madison Winterset, IA 50273

IN WITNESS WHEREOF, the aforesaid Incorporator has caused the execution of the foregoing Articles of Incorporation on this 26th day of September, 1986.

KENNETH A. HENRICHSEN

STATE OF IOWA)
) SS:
COUNTY OF MADISON)

On this 26th day of September, 1986, before me, a Notary Public in and for the State of Iowa, personally appeared Kenneth A. Henrichsen, to me known to be the person named in and who executed the foregoing Articles of Incorporation, and acknowledged that he executed the same as his voluntary act and deed.

A. ZANE BLESSUM
Notary Public in and for the State of Iowa

A. ZANE BLESSUM NOTARIAL SEAL

OFFICE OF THE SECRETARY OF STATE
DES MOINES, IOWA

This Instrument recorded in Book ____ Page ____ Oct 1 1986
Expires perp. Cert. No. C052493 Receipt No. ____
Filed By Don Carlos, Atty, P.O. Box 329, Greenfield, Ia. 50849
Filing Fee 50.00 Recording Fee ____ Secretary of State

736