

F59851



ACCOUNT NO. : 072100000032
REFERENCE : 295295 95101A
AUTHORIZATION : *Patricia Pujato*
COST LIMIT : \$ 35.00

ORDER DATE : March 17, 1997
ORDER TIME : 9:05 AM
ORDER NO. : 295295-005
CUSTOMER NO: 95101A

CUSTOMER: Ms. Nancy Calhoun
Salley Feinberg & Hames, P.a.
P. O. Box 3829
Orlando, FL 32802-3829

DOMESTIC AMENDMENT FILING

NAME: ALL AMERICA TERMITE & PEST CONTROL, INC.

EFFECTIVE DATE:

- ARTICLES OF AMENDMENT
- RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

M HENDRICKS MAR 17 1997

CONTACT PERSON: Gail L. Shelby
EXAMINER'S INITIALS: _____

RECEIVED
97 MAR 17 PM 3:45
97 MAR 17 AM 10:41
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ALL AMERICA TERMITE & PEST CONTROL, INC.

FILED
97 MAR 17 PM 3:45
TALLAHASSEE, FLORIDA

I, the undersigned, being the President of ALL AMERICA TERMITE & PEST CONTROL, INC., a Florida corporation, hereby certify that the following Amendment was adopted by Written Consent of the sole shareholder of the Corporation, in lieu of a Special Meeting, executed by such shareholder, who holds a sufficient number of votes to cause approval of the following Amendment, on March 12, 1997 and by Written Consent of the Board of Directors of the Corporation, in lieu of a Special Meeting, executed by all of the Directors of said Corporation on March 12, 1997.

FIRST: The name of this Corporation is All America Termite & Pest Control, Inc.

Second: Article I of said Articles of Incorporation is amended by deleting the provisions of said Article I as the same now exists, and by substituting in lieu thereof, the following:

ARTICLE I. NAME

The name of the corporation shall be SEARS TERMITE & PEST CONTROL, INC. The principal place of business of this corporation shall be 2625 Edgewater Drive, Orlando, Florida 32804.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed and attested by its duly authorized officers and its corporate seal to be affixed hereto this 12th day of March, 1997.

By: 

(CORPORATE SEAL)

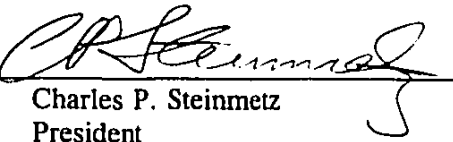
WRITTEN STATEMENT MANIFESTING INTENTION
TO AMEND
ARTICLES OF INCORPORATION
OF
ALL AMERICA TERMITE & PEST CONTROL, INC.

The undersigned, being the sole shareholder of ALL AMERICA TERMITE & PEST CONTROL, INC., a Florida corporation organized and existing under the laws of the State of Florida, does hereby manifest its intention that the Amendment to the Articles of Incorporation of ALL AMERICA TERMITE & PEST CONTROL, INC., a copy of which is attached hereto and made a part hereof, be adopted pursuant to Section 607.1006, Florida Statutes, and does hereby sign this instrument for the purpose of signifying that intention in writing.

IN WITNESS WHEREOF, the undersigned, constituting and being the sole shareholder of ALL AMERICA TERMITE & PEST CONTROL, INC., does hereby sign this Written Statement manifesting its intention to amend the Articles of Incorporation of said Corporation, pursuant to the provisions of the aforesaid Section 607.1006, Florida Statutes, all as of this 12th day of March, 1997.

ALL AMERICA HOLDING GROUP, INC.

By:


Charles P. Steinmetz
President