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To:
    Division of Corporations
    Fax Number      : (850)617-6383

From:
    Account Name    : CORPORATE CREATIONS INTERNATIONAL INC
    Account Number  : 110432003053
    Phone           : (561)694-8107
    Fax Number      : (561)694-1639
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Progreen Pest & Environmental LLC

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A. LUNT

OCT - 3 2008

EXAMINER

RECEIVED 08 OCT -2 PM 3:43 SECRETARY OF STATE TALLAHASSEE, FLORIDA

FILED 2008 OCT -2 A 9:48 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:

Progreen Pest & Environmental LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:

Progreen Pest & Environmental LLC
209 Nassau St. S.
Ste. 102
Venice FL 34285 UNITED STATES

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Michael Chiantella, Esq.
209 Nassau Street, Suite 101
Venice FL 34285

(stamp: SECRETARY OF STATE TALLAHASSEE, FLORIDA 2008 OCT -2 A 9: 44 FILED)

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Michael Chiantella, Esq. I FL Bar Member 0681229
Michael A. Chiantella, P.A.
209 Nassau Street, Suite 101
Venice FL 34285
941-488-1779

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

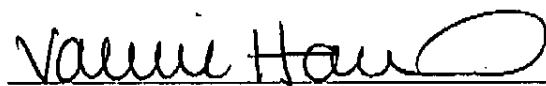This will be a manager-managed company. The name and address of each manager is:

TOMMY L. MCNEIL
209 Nassau St. S. Ste. 102
Venice FL 34285

Article VII. Company Existence

The Company's existence shall begin effective as of October 2, 2008.

The undersigned authorized representative of a member executed these Articles of Organization on October 2, 2008.

(signature)

MICHAEL CHIANTELLA, ESQ.
by Valerie Hawk as attorney-in-fact

Michael Chiantella, Esq. I FL Bar Member 0681229
Michael A. Chiantella, P.A.
209 Nassau Street, Suite 101
Venice FL 34285
941-488-1779

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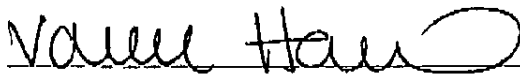# STATEMENT OF REGISTERED AGENT

<u>LIMITED LIABILITY COMPANY</u>:
Progreen Pest & Environmental LLC

<u>REGISTERED AGENT/OFFICE</u>:
Michael Chiantella, Esq.
209 Nassau Street, Suite 101
Venice FL 34285
UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Valerie Hawk

MICHAEL CHIANTELLA, ESQ.
by Valerie Hawk as attorney-in-fact

Date: October 2, 2008.

Michael Chiantella, Esq. I FL Bar Member 0681229
Michael A. Chiantella, P.A.
209 Nassau Street, Suite 101
Venice FL 34285
941-488-1779

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