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FLORIDA NON-PROFIT CORPORATION

the fumigation advisory counsel, inc.

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ARTICLES OF INCORPORATION
OF THE

THE FUMIGATION ADVISORY COUNSEL, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

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TALLAHASSEE, FLORIDA

The undersigned a competent natural person competent to contract does hereby subscribe to the foregoing articles of incorporation in accordance with the laws of the State of Florida, and the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, for the formation of nonprofit corporations, to form a non profit corporation, as follows:

ARTICLE I
NAME OF CORPORATION

The Name of this Corporation shall be THE FUMIGATION ADVISORY COUNSEL, INC. (hereinafter the "Corporation").

ARTICLE II
ADDRESS OF PRINCIPAL OFFICE
MAILING ADDRESS OF THE CORPORATION

Both the address of the principal office of the Corporation and the mailing address of the Corporation shall be 1747 Independence Blvd., Suite E-8, Sarasota, Florida 34234

ARTICLE III
PURPOSES OF THE CORPORATION

A. In accordance with Florida Statutes Section 617.0301, the general nature, objects and purposes of the Corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest or in any lawful manner, and to administer and distribute such property exclusively for health, welfare, scientific, educational, environmental, cultural and other charitable purposes.

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Ralph L. Friedland, Esq.
Ralph L. Friedland, P.A.
Suite 100

305 541 3770 P.02/07

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B. In accordance with Florida Statutes Section 617.0505, no part of the net earning of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate, or intervene, in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (hereinafter the "Code") or any corresponding provision of any subsequently enacted Code section.

C. In addition to those purposes and powers contained herein, the Corporation shall possess all such powers as enumerated in Florida Statutes Section 617.0302.

ARTICLE IV **MEMBERSHIP**

The categories, qualifications for membership, and the manner of admission shall be set forth and regulated pursuant to the provisions of the By-Laws of THE FUMIGATION ADVISORY COUNSEL, INC. (hereinafter the "By-Laws").

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ARTICLE V

BOARD OF DIRECTORS

A. The affairs of this Corporation shall be managed by a Board of Directors consisting of five (5) persons, as determined pursuant to the provisions of the By-Laws. The Board of Directors of the Corporation shall be elected at an annual meeting of the members of the THE FUMIGATION ADVISORY COUNSEL, INC. on a date determined by the President of the THE FUMIGATION ADVISORY COUNSEL, INC. in accordance with the terms of the bylaws.

B. The names and addresses of the initial Directors who are to manage the affairs of the Corporation until the first such annual meeting of said members, and until their successors are duly elected and qualify, are as follows:

Roger G. Mensing
1747 Independence Blvd.,
Ste E-8
Sarasota, Florida 34234

Ron Box
1959 W. 9th St.
Riveria, Beach FL 3304

Mike Beckers
P.O. Drawer 1793
Orlando, FL 32802

Renato Perez
1460 N.W. 107th Ave. Unit 1
Miami, FL 33172

Jeff Edwards
3900 S.W. 2nd Ct
Ft. Lauderdale, FL 33312

ARTICLE VI

CORPORATE EXISTENCE

The existence of the Corporation shall be perpetual, unless dissolved according to law.

ARTICLE VII
BYLAWS

The first Board of Directors of the Corporation shall, at an Organizational Meeting, adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the Directors in the manner provided by such Bylaws.

Ralph L. Friedland, Esq.
Ralph L. Friedland, P.A.

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ARTICLE VIII
REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 1747 Independence Blvd., Ste E-8, Sarasota, Florida 34230. The initial Registered Agent of the Corporation at that address shall be Roger G. Mensing.

ARTICLE IX
INCORPORATOR

The name, address and telephone number of the Incorporator of these Articles of Incorporation are as follows:

Roger G. Mensing
1747 Independence Blvd., Ste E-8
Sarasota, Florida 34234
(941) 358-3863

ARTICLE X
DISTRIBUTION UPON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, in accordance with Florida Statutes Section 617.1406, after paying, or making provisions for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation, exclusively for the purposes for which the Corporation was organized, to such organization or organizations operated exclusively for charitable, educational or scientific purposes as shall at all time qualify as an exempt organization or organizations under Code Section 501(c)(3), or any corresponding provision of any subsequently enacted Code Section, or any organization or organizations contributions to which are deductible under Code Sections 170(c)(1) or (2).

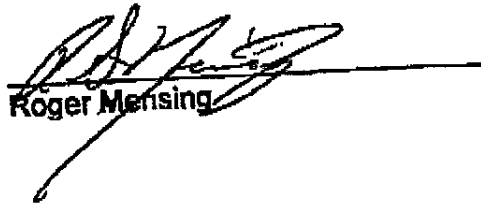
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**ARTICLE XI
AMENDMENT**

The Corporation reserves the right to alter, amend or repeal any provision contained in these Articles of Incorporation, or any Amendment thereto, by an affirmative vote of a majority of the total number of members of the Board of Directors, at any regular or special meeting of the Board, provided that written notice of the proposed amendment has been given to each Director ten (10) days prior to such meeting.

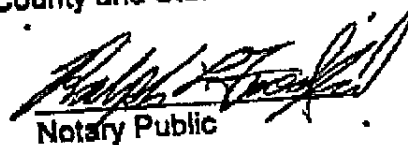
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this December 11, 2000.


Roger Mensing

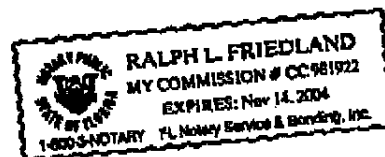
STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 11th day of December, 2000, before me, an officer duly authorized and acting, personally appeared Roger Mensing known to me to be the individual described in, and who executed, the foregoing Articles of Incorporation, and who acknowledged before me that he executed said Articles as Incorporator.

WITNESS MY HAND and official Seal in the County and State aforesaid, this day and year last written above.


Notary Public

My Commission Expires:



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Ralph L. Friedland, Esq.
Ralph L. Friedland, P.A.
2013 Main Street, Suite 100

305 541 3770 P. 06/07

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE ARTICLES OF INCORPORATION OF
THE FUMIGATION ADVISORY COUNSEL, INC.**

Roger Mensing having a business office at 1747 Independence Blvd., Suite E-8,
Sarasota, Florida, Sarasota, Florida and having been designated as the Registered
Agent in the above and foregoing Articles, is familiar with and accepts the obligations of
the position of Registered Agent under Chapter 617 Florida Statutes.


Roger Mensing

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TALLAHASSEE, FLORIDA

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