



# PO1000108313

ACCOUNT NO. : 072100000032

REFERENCE : 375270 81181A

AUTHORIZATION :

COST LIMIT : \$ 78.75

**FILED**  
2001 NOV -9 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ORDER DATE : November 9, 2001

ORDER TIME : 10:55 AM

ORDER NO. : 375270-005

CUSTOMER NO: 81181A

CUSTOMER: Alan L. Gabriel, Esq  
Alan L. Gabriel, Esq

Penthouse E  
2455 E. Sunrise Blvd.  
Ft. Lauderdale, FL 33304

**RECEIVED**  
01 NOV -9 AM 11:34  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE AFFAIRS  
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: GREAT-FULLY DEAD PEST  
MANAGEMENT, INC.

200004674172--2

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

*[Signature]*  
11/9/01

**ARTICLES OF INCORPORATION**

**OF**

**GREAT-FULLY DEAD PEST  
MANAGEMENT, INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business corporation act, adopt(s) the following Articles of Incorporation for such corporation:

**ARTICLE I.**

**NAME**

The name of the corporation shall be GREAT-FULLY DEAD PEST MANAGEMENT, INC.

**ARTICLE II.**

**PRINCIPAL OFFICE/MAILING ADDRESS**

The mailing address of the corporation is 1802 23rd Avenue, Vero Beach, FL 32960. The street address of the principal office of this corporation shall be 1802 23rd Avenue, Vero Beach, FL 32960.

**ARTICLE III.**

**CAPITAL STOCK**

The aggregate number of shares that the Corporation has authority to issue is 1,000, all of which shall be common shares with a par value of \$1.00 per share.

**ARTICLE IV.**

**REGISTERED AGENT**

The corporation has designated as its Registered Agent, ALAN L. GABRIEL, ESQ. The street address of the initial registered office of the corporation shall be 2455 E. Sunrise Blvd., Penthouse East, Fort Lauderdale, FL 33304.

**ARTICLE V.**

**TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI.**

**PREEMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares

outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

#### **ARTICLE VII.**

##### **SPECIAL PROVISION**

It is the intent of the incorporator that this corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE VIII.**

##### **OFFICERS AND DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) director(s), initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the corporation's articles of incorporation or the by-laws, but shall never be less

than one. The name and street address of the initial member(s) of the Board of Directors and officers of the corporation are:

**DIRECTOR, PRESIDENT AND TREASURER:**

JAMES BARTLEY  
102 Doe Trail  
Jupiter, FL 33458

**DIRECTOR, VICE PRESIDENT AND SECRETARY:**

MARY F. FLANAGAN  
1802 23rd Avenue  
Vero Beach, FL 32960

**ARTICLE IX.**

**INCORPORATORS**


The name and street address of the incorporator(s) to these Articles of Incorporation is:

ALAN L. GABRIEL, ESQ.  
Law Offices of Alan L. Gabriel  
2455 E. Sunrise Blvd., Penthouse East  
Ft. Lauderdale, FL 33304


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8<sup>th</sup> day of November, 2001.

Witnesses:

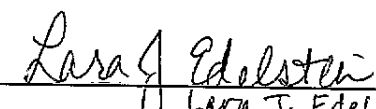
Sign

  
Print KATHLEEN S. CLARK

Sign

  
ALAN L. GABRIEL, ESQ.

Sign

  
Print Lara J. Edelstein

ACCEPTANCE OF REGISTERED AGENT

I, ALAN L. GABRIEL, ESQ., being a resident of the State of Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

EXECUTED this 8<sup>th</sup> day of November, 2001.

  
ALAN L. GABRIEL, ESQ.

ARTICLES.INC  
K:/corp/44601 great-fully dead.art

FILED  
2001 NOV -9 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA