

11/8/2017

Division of Corporations

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Florida Department of State

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
ALL U NEED PEST CONTROL INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF**

ALL U NEED PEST CONTROL INC.

The undersigned, R. STEVE GROEPER, on behalf of this existing corporation for profit and in accordance with the laws of the State of Florida, files these Amended and Restated Articles of Incorporation in the Office of the Secretary of State of the State of Florida, as by law provided.

I. NAME:

The name of this Corporation shall be: **ALL U NEED PEST CONTROL INC.**

II. BUSINESS:

The general nature of the business and business to be transacted are as follows: To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida of the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

III. SHARES:

The authorized capital stock of this Corporation shall consist of TWO THOUSAND (2,000) shares of common stock, at ONE CENT (\$0.01) par value per share.

IV. EXISTENCE

The corporation shall have perpetual existence.

V. PRINCIPAL OFFICE AND REGISTERED AGENT:

The principal address and mailing address of the Corporation's initial principal office is 6360 Corporate Park Circle, Unit 8, Fort Myers, Florida 33966.

The registered agent for the Corporation is R. STEVEN GROEPER, 6360 Corporate Park Circle, Unit 8, Fort Myers, Florida 33966.

VI. DIRECTORS AND OFFICERS:

The Corporation shall have not less than one Director, as provided by the By-Laws. The Director shall hold office for one year, or until his successors have been duly elected and qualified. The initial Director is:

R. STEVE GROEPER (President)
6360 Corporate Park Circle, Unit 8,
Fort Myers, Florida 33966

VII. GENERAL PROVISIONS:

(a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

(b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

(c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to limitations and provisions of the laws of the State of Florida and the laws of the United States.

(d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation

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(whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.


SUBSCRIBED at Fort Myers, Florida, this 30th day of October, 2017.




R. STEVE GROEPER
Director

STATE OF FLORIDA)
COUNTY OF LEE)

I **HEREBY CERTIFY** that on this 30th day of October, 2017, an officer duly qualified to take acknowledgments, personally appeared R. STEVE GROEPER, who is personally known to me and who executed the foregoing instrument, and acknowledged before me that he executed the same.

 Ashley Rusciano
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF183862
Expires 1/12/2019



Notary Public, State of Florida
My Commission Expires 01/12/2019

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ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the place designated within the Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes.



R. STEVE GROEPER

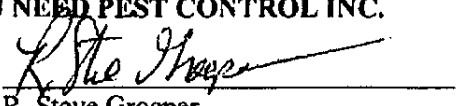
**CERTIFICATE
RE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ALL U NEED PEST CONTROL INC.**

ALL U NEED PEST CONTROL INC., a Florida corporation (the "Corporation"), hereby certifies, pursuant to and in accordance with Section 607.1007 of the Florida Business Corporation Act for the purpose of filing its Amended and Restated Articles of Incorporation (the "Amended and Restated Articles") with the Department of State of the State of Florida, that:

1. The name of the Corporation is **ALL U NEED PEST CONTROL INC.**
2. The Amended and Restated Articles contain certain amendments to the Corporation's Articles of Incorporation which require shareholder approval. The Amended and Restated Articles were unanimously adopted and approved by the Corporation's Sole Director on October 30, 2017, and adopted and approved by all of the holders of the issued and outstanding shares of the Corporation in accordance with Sections 607.0725, 607.1003 and 607.1007 of the Florida Business Corporation Act, such votes being sufficient for approval and such Common Stock being the only class of capital stock authorized to vote on such issue, as of October 30, 2017.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of November 13, 2017.

ALL U NEED PEST CONTROL INC.

By: 
R. Steve Groeper
President & Sole Director