

P04000110200

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07/12/04--01019--008 **78.75

04 JUL 26 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FL 32399

APPROVED
AND
FILED

CB 7-27

Law Office of
JAMES M. NICHOLAS, P.A.

JAMES M. NICHOLAS
Board Certified Civil Trial Lawyer
Board Certified in Business Litigation
Certified State & Federal Mediator
Certified Arbitrator with AAA
Admitted in FL, CO, IL, & PA

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July 8, 2004

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

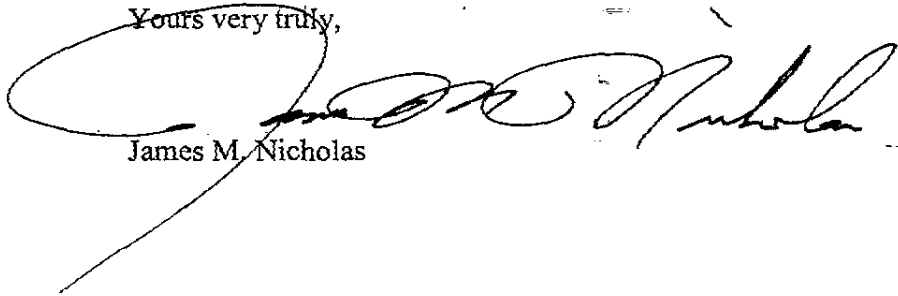
RE: Drive-Bye- Exterminators

Dear Ladies and Gentlemen:

Please find enclosed our Articles of Incorporation for the above named company. I kindly ask that you file the articles. I have also enclosed a check in the amount of \$78.75 to reflect the filing fees including the certified copy.

I sincerely appreciate your attention and professional courtesy in this matter and should you have any question, please do not hesitate to contact me.

Yours very truly,


James M. Nicholas

JMN/dms



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 15, 2004

JAMES M. NICHILAS, ESQ.
304 E STRAWBRIDGE AVE
MELBOURNE, FL 32901

SUBJECT: DRIVE-BYE EXTERMINATORS.
Ref. Number: W04000027115

We have received your document for DRIVE-BYE EXTERMINATORS. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 204A00045167

**ARTICLES OF INCORPORATION OF
DRIVE-BYE EXTERMINATORS, INC.**

APPROVED
AND
FILED
04 JUL 26 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is DRIVE-BYE EXTERMINATORS, INC.

ARTICLE II DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the State of Florida, Secretary of the State, Division of Corporations.

ARTICLE III NATURE

The general nature of the business to be transacted by this corporation is to engage in any activity of business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, it may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock, all of one class, at a par value of \$1.00.

ARTICLE V PREEMPTIVE RIGHTS

A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his or her shares unless and until he or she shall have offered to sell his shares to the other shareholders at a fair and reasonable price.

B. All additional shares of common stock issued by the corporation shall be subject to the same restrictions regarding transferability as the initial stock.

C. The holders of common shares shall be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 3444 Northridge Drive, Clearwater, Pinellas County, Florida 33761, and the name and address of the initial registered agent of this corporation is Thomas M. Smiddy, 3444 Northridge Drive, Clearwater, Florida 33761.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have directors as identified in the by-laws, the number of which may either be increased or diminished from time to time by the by-laws but shall never be less than one

(1). The name and address of the initial director of this corporation is:

Thomas M. Smiddy
3444 Northridge Drive
Clearwater, Florida 33761

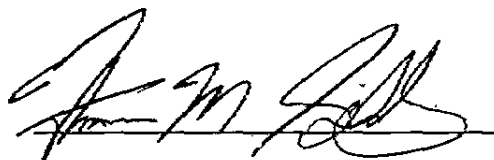
ARTICLE VIII INCORPORATOR

The name and address of the person signing these Articles is:

Thomas M. Smiddy
3444 Northridge Drive
Clearwater, Florida 33761

ARTICLE IX BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

A handwritten signature in black ink, appearing to read 'T M Smiddy', written over a horizontal line.

Thomas M. Smiddy, Incorporator

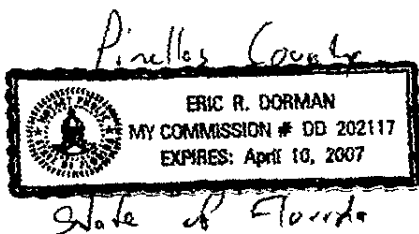
DATED: June 30th 2004

STATE OF FLORIDA

COUNTY OF BREVARD

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, Thomas Smitty, to me known to be described as the Subscriber in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the State and County last aforesaid, this 30th day of June, 2004.

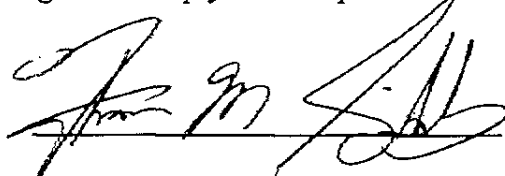




NOTARY PUBLIC
State of Florida at Large
My Commission expires: 4/10/2007

DESIGNATION OF REGISTERED AGENT

I HEREBY ACCEPT the designation, duties and responsibilities as REGISTERED AGENT of DRIVE-BYE EXTERMINATORS, and agree to comply with the provisions of Florida Statutes, Chapter 607..


Thomas M. Smiddy

DATED: June 30, 2004

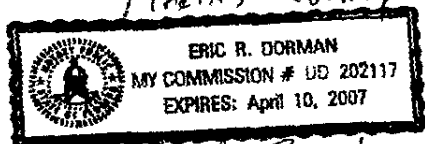
STATE OF FLORIDA
COUNTY OF BREVARD

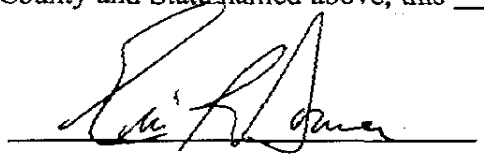
04 JUL 26 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FL 09104

APPROVED
AND
FILED

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared THOMAS M. SMIDDY, to me known to be described as REGISTERED AGENT of DRIVE-BYE EXTERMINATORS and who executed the foregoing designation as REGISTERED AGENT, and acknowledged before me that he subscribed to such designation as REGISTERED AGENT.

WITNESS my hand and official seal in the County and State named above, this 30th day of June, 2004.




NOTARY PUBLIC
State of Florida at Large
My Commission expires: 4/10/2007