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CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

KM Pest Control, Inc.

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ARTICLES OF INCORPORATION

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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **NAME**: The name of this corporation is KM PEST CONTROL, INC.

2. **DURATION**: The period of its duration is perpetual.

3. **PURPOSE**: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. **STOCK**: The corporation is authorized to issue Ten Thousand (10,000) shares of common stock, all of one (1) class, at One Dollar ($1.00) par value.

5. **INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND REGISTERED AGENT**: The name and address of the initial registered agent, registered office, principal office and mailing address of this corporation is as follows:

JAMES R. KELLER — 3010 42nd St. W.
Bradenton, Fl 34205

6. **INITIAL BOARD OF DIRECTORS**: This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment to the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

NAME	**ADDRESS**
JAMES R. KELLER	3010 42nd St. W. Bradenton, Fl 34205
CHARLES METCALFE	439 Cape Florida Way Naples, Fl 34104

7. **INCORPORATOR**: The name and address of the incorporator signing these Articles of Incorporation is:

JAMES R. KELLER — 3010 42nd St. W.
Bradenton, Fl 34205

8. **AMENDMENT OF ARTICLES**: This corporation reserves the right to amend or

repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

9. **INDEMNIFICATION**: The corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

10. **CUMULATIVE VOTING**: In any election of directors by the shareholders, each shareholder of record shall have the right to cumulate his shares and to give one candidate as many votes as shall equal the number of directors to be elected multiplied by the number of his shares, or to distribute them on the same principle among as many candidates as he sees fit, provided however, that notice shall be given by any shareholder to the president or a vice-president of the corporation not less than twenty-four (24) hours before the time fixed for the holding of the meeting for the election of directors that he intends to cumulate his votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the By-Laws of the corporation.

11. **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 numbers 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 preempted 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 preemptive 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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of November, 2005.

James R Keller
JAMES R. KELLER, Incorporator

James R Keller
JAMES R. KELLER, Registered Agent

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared JAMES R. KELLER, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and who is personally known to me or has produced FL DL as identification.

WITNESS my hand and official seal, this 14th day of November, 2005.

ASHLEY S. CARLTON
MY COMMISSION # DD 232710
EXPIRES: November 16, 2007
Bonded Thru Notary Public Underwriters

Ashley S. Carlton
Notary Public

My Commission Expires:

CERTIFICATE OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT
AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, the following is submitted, in compliance with said Act:

1. The Principal Office of JAMES R. KELLER, a corporation duly organized and existing under the laws of the State of Florida is:

2. The Registered Office of this corporation is: 3010 42nd St. W., Bradenton, Fl 34205

3. The Registered Agent of this corporation is:

NAME	ADDRESS
JAMES R. KELLER	3010 42nd St. W. Bradenton, Fl 34205

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Having been named a registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: November 14, 2005

James R Keller
Registered Agent