

P.O. BOX 550574 JACKSONVILLE, FLORIDA 32255-0574 (904) 733-8365 (904) 296-1208

February 9, 1995

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

EFFECTIVE DATE - 10000000 1 405000 2-8-95 - 1000000 1 405000 100000 100000 100000 100000 100000 10000 10000 10000 10000 10000 10000 100000 100000 10000 100000 10000 100000 10000 10000 10000 10000 10000 10000 10000 10000 10

Re: Royal Pest Services, Ipo:

Dear Sirs;

I have enclosed the following for the incorporation of the abovereferenced entity:

- 1. An originally signed and notarized copy of the Articles of Incorporation along with a duplicate to be returned to me upon filing.
- 2. A Registered Agent Certificate
- 3. A \$70.00 check made payable to the Department of State.

Should you have any questions regarding this filing, please contact me at the address given above.

Very truly yours,

Douglas Donsky, C.P.A.

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ARTICLES OF INCORPORATION
OF
Royal Pest Services, Inc.

SECTION ASSESSED OF THE LIB

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Royal Pest Services, Inc..

ARTICLE II: PURPOSE

This corporation is organized for the purpose of transacting any or lawful business.

ARTICLE III: DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV: CAPITAL STOCK

- (a) <u>Authorized Shares</u>. The total number of shares that may be issued by the corporation is 1,000, all of which shall be of the same class, shall be of the par value of \$1.00 per share, and shall be designated common stock.
- (b) <u>Capital Stock</u>. The capital of the corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.
- (c) <u>Corporate Liquidation and Dissolution</u>. In the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the corporation.
- (d) <u>Voting</u>. Each share of common stock shall have equal and full voting powers and rights, and the holders of record thereof shall be entitled to one vote for each share so held. At all meetings of shareholders a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

- (e) <u>Proemptive Rights</u>. Shareholders shall have no proemptive rights.
- (f) <u>Cumulative Voting</u>. Cumulative voting shall not be permitted.
- (q) Restrictions on Transfers of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

ARTICLE V: REGISTERED AND PRINCIPAL OFFICES

The street address of the initial registered office of this corporation is 2121 Flesher Ave., Jacksonville, FL 32207 and the name of the initial registered agent of this corporation at that address is James G. Harrington.

The mailing address of the corporation is 2121 Flesher Ave., Jacksonville, FL 32207.

ARTICLE VI: DIRECTORS

- (a) <u>Number</u>. The corporation thall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders.
- (b) <u>Initial Board of Directors</u>. The name and address of initial director, until the first annual meeting of the shareholders, is as follows:

James G. Harrington

2121 Flesher Ave. Jacksonville, FL 32207

- (c) <u>Compensation</u>. The board of directors is hereby specifically authorized to make provision for the reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.
- (d) <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VII: BYLAWS

The initial by laws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE VIII: INCORPORATOR

The name and street address of the incorporator of this corporation is:

Douglas I. Donsky

8343 Princoton Square Blvd. E, #804 Jacksonville, FL 32256

IN WITNESS HEREOF, I have made, signed and hereby acknowledge those Articles of Incorporation as of this 8th day of Frequery, 1995.

Douglas I. Donsky

STATE OF FLORIDA

COUNTY OF DUVAL

Subscribed and sworn to (or affirmed) before me this day of TROUTER, 1995, by Douglas I. Donsky, who is personally known to me or has produced FIREIDA DEIVERS LIGHTS as identification, and who did not take an oath.

NOTARY PUBLIC:

sign: print:

State of Florida at Large

(Scal) // My Commission Expires:

OFFICIAL NOTARY SEAL TRAMY TH LAM MOTARY PUBLIC STATE OF FLORIDA COMMESTON NO. CC225066 MY COMMESTON BYP. JULY 17,1998

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Royal Pest Services, Inc., desiring to organize under the laws of the State of Florida with its principal office, is indicated in the Certificate of Incorporation, at the City of Jacksonville, County of Duval, State of Florida, has named James G. Harrington, located at 2121 Flesher Avo., Jacksonville, FL 32207, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Fills A. Mill. Registered Agent/ PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham

Socretary of State

DIVISION OF COMPONATIONS

DOCUMENT II

P95000012398

1. Corporation Name

ROYAL PEST SERVICES, INC.

Principal Place of Businous

2121 FLESHER AVE JACKSONVILLE FL 32207 Mading Address

2121 FLESHER AVE JACKSONVILLE FL 32207 FILED

96 OCT -9 AH 91 09

SICRETARY OF STATE TAILAHASSEE, FLORIDA



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City & State		City & State				329 <i>5</i> 970	Applied Fo Not Applied	
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7 Names	and Street Addresses of Each Officer an	id/or Director (Flo	iida nonprolit corpo	prations must hat at lea	ant 3 directors)			
Titlo(s) 1	Title(s) Name of Others and/or Directors 2		Street Address of Each Officer and/or Director 3 (De NOT Use Post Office Box Numbr		*	CRy / Store / Zip		
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	8. Name and Address of Current	2. Inditto title Housess of their Indigitalies Might						
HARRI	ngton, James G		Name				8	
2121 FLESHER AVE			Street Address (P.O. Box Number is Not Acceptable)					CR2E040 (7:96)
JACKSONVILLE FL 32207			Suite, Apt. #, Etc.					8
			City State Zip Code File State Zip Code File State Zip Code State Zip Code File Zip Code					
10. 1, being Signalure of Registered /	Agent ///	OVERTON DE CONTRACTOR AGE	\supset . The second secon	with and accept the obl	ligations of Section	on 607.0505, F.S. Date /8/9/9/		_
11. Doi Dej	es this eorporation pay a pt. of Revenue under S.	any intangi	ble tax to th	ne utes. Yes [No [(See other side on inlang		
12 Certify t	hat I am an officer or director or the rocei	iver or trustee emp	owered to execute	this application as pro	ovided for in char	oter 607 or 617. F.S. Lifurther co	ertify that when filing	7

this reinstalement application, the reason for dissolution has been eliminated, the corporation as provided for in chapter 607 or 617, F.S. I further certify that when filling this reinstalement application, the reason for dissolution has been eliminated, the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall buy the same legal effect as if made under onth

SIGNATURE:

TAIMES

TO THE STATE OF SECULOR OF SECUEDAR OF SECULOR OF SECULOR

JAMES G. HARRINGTON

10/2/96 901/398-2535 Date Dayline Phone #