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AmeriLawyer®		
(Requestor's Name) 343 ALMERIA AVENUE		ស្ដេ
CORAL GABLES, FL 33134 – (305) 445-2700	OFFICE USE ONLY	T
(City, State, Zip) (Phone #)	OTTIOE ODE OTTE	

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

Other

CR2E031(10/92)

1. URBAN PEST	SERVICES, INC.
(Corporat	ion Name) (Document #)
2. (Corporati	ion Name) (Document #)
3. (Corporati	on Name) (Document ≇)
4.	
Walk in Pi	ick up time 2:00 (Document #)
	Vill wait Photocopy Certificate of Status
, NEW FILINGS	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
OTHER FILINGS	REGISTRATION/ QUALIFICATION
Annual Report	Foreign
Fictitious Name	Limited Partnership
Name Reservation	Reinstatement
	Trademark Examiner's Initials
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ARTICLES OF INCORPORATION

OF

URBAN PEST SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is URBAN PEST SERVICES, INC.

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 4610 Enterprise Avenue, Suite 2, Naples, Florida 33942 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

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

Elsie Sanchez 343 Almeria Avenue Coral Gables, Florida 33134

ARTICLE 5 - PRESIDENT

The initial President of the Corporation shall be Stanton W. Gedvillas whose address shall be the same as the principal office of the Corporation.



ARTICLE 6 - CORPORATE CAPITALIZATION

- 6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).
- 6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.
- 6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 7 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

- 7.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 7.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of the other shareholders of this Corporation shall take any action, or make any transfer or other disposition of



the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

7.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 8 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 9 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 10 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 11 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer[®], located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer[®], 343 Almeria Avenue, Coral Gables, Florida 33134.



ARTICLE 12 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 13 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 14 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunte set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this ______ day of ______, 1995.

Elsio Sanchoz, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®

Lawrence J. Spiegel, President

ARTESING SUB



PLEASE HEAD ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION FOR REINSTATEMENT



FLOHIDA DEPARTMENT OF BTATE

Smidra B. Mortham Socialary of State

DIVINION OF CORPORATIONS

DOCUMENT #

FILED

1 Corporation Physio			96 DEC 27 AM C 140			
URBAN PEST SERVICES, INC) .	1	COMETAN FALLAHASS	E. FLORIDA		
Principal Place of Business ALO SAMENTAGE AVE SORTE 2 MARKES FL 30042 Land Business AVE Land Business AVE SORTE 2 MARKES FL 30042						
fl above uddresses are lecorrect in any way, ben through incorrect information and enter 2. New Principal Office Address, if Applicable 3. New Mailing Office Address, I		ll Applicable 4	Data incorporated or Qualified To Do Bustions in Florida O4/10/1995			
Gute, Apl " of 2580 PINE STREET City & Glate NAPLES, FL. Country Country	City & Butto VAPLES, FL Cour				Applied For Not Applicable	
7. Numer and Street Addresses of Each Officer and		Broot Address of Each	3 directors)	Charles Charles	70.	
P GEDVILLAS, STANTON W	3 (Do NOT	Officer and/or Director Use Post Office Box Num		(n) 4 City/State/Zip 4 NAPLES FL 40042 - 34112.		
SETHEN BEN F. JONES	ZSSS_BE		WARRY PL. 34104		, 	
				10020453: -01/06/97010: ****375.00 **	11-019 144375-00 Fana	
		REINS	TATE	MENT 96	1430 1	
8. Name and Address of Current Registered Agent Name STAAT Stroot Address (2555 Suite, Apt. #, Etc. City		Numo STAVTO Stroot Address (P.O. 2555 Suite, Apt. #, Etc.	N W.	AUGNUE	p Code 34112	
11. Uoes this corporation pay	EGISTERED AGENT MUST SIGN any intangible tax to t	the _		O7.0505, F.S. Date 12/24/. (See other side for on intangible	9 (4	
Dept. of Revenue under S. 12. I certify that I am an officer or director or the receithis reinstatement application, the reason for dissowed by the corporation have been paid and the on this application is true and accurate, and my s. SIGNATURE:	199.032, FIORIDA STA	te this application as prov porate name satisfies the	exemption under t	607 or 617, F.S. I further cart	ify that when filing	