

P95000035945

Entomological Services  
2400 W 66th St  
Tallahassee, FL 32314  
904-777-1111

May 2, 1995

EFT 5.2

Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

300001473733  
-05/03/95--01125--006  
\*\*\*\*122.50 \*\*\*\*122.50

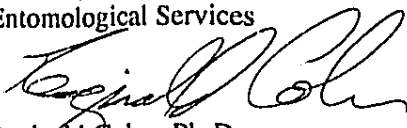
RE: Incorporating Entomological Services

Dear Personnel:

I have called your offices today for a name check and have been informed that I may in fact incorporate under the name Entomological Services. In addition I called a separate number and was informed that for \$122.50, I would receive an authorized copy of the articles of incorporation from your office along with a business package.

Please contact me if there are any questions.

Sincerely;  
Entomological Services

  
Reginald Coler, Ph.D.

enclosure: check for \$122.50, two notarized copies of the articles of incorporation, and a notarized copy of the acceptance of a registered agent.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAY -3 PM 3:43

FILED

ARTICLES OF INCORPORATION  
OF  
ENTOMOLOGICAL SERVICES, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following articles of incorporation.

FILED  
95 MAY -3 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME AND PLACE OF BUSINESS

Section 1.1 Name And Place Of Business. The name of this corporation is Entomological Services, Inc., with its principal place of business at 2405 N.W. 66th Court, Gainesville, FL 32653-1633.

ARTICLE II

DURATION

Section 2.1 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 Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of voting common stock having a par value of \$0.01¢ per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Pre-emptive Rights. Each shareholder 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 number of shares he or she 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 pre-empted within thirty days of receiving notice in writing from the corporation, stating the prices, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty days of receiving said notice from the corporation.

Section 4.4 Issuance of Stock. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

## ARTICLE V

### INITIAL REGISTERED OFFICE AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 2815 NW 13th St, Suite 301, Gainesville, Florida 32609, and the name of the initial registered agent of this corporation at that address is Katherine Rajezi.

## ARTICLE VI

### DIRECTORS

Section 6.1 Number. This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
Reginald R. Coler	2405 NW 66th Court Gainesville, Florida 3253-1633

Section 6.3 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

## ARTICLE VII

### BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of 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 board of directors.

## ARTICLE VIII

### INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name

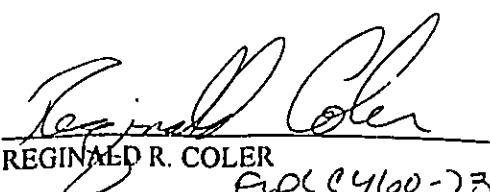
Reginald R. Coler

Address

2405 NW 66th Court  
Gainesville, Florida 3253-1

FILED  
95 MAY 3 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the incorporator has executed these Articles the 2nd day of May, 1995.

  
REGINALD R. COLER

FDL 0460-736-58-  
170-0

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 2nd day of May, 1995, by REGINALD R. COLER.

  
Notary Public, State of Florida at Large

MY COMMISSION EXPIRES:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

*Katherine A. Rajczi*  
Katherine A. Rajczi

Dated: 5/2/95

*notary public*  
*Cynthia Holt*



FILED

95 MAY -3 PM 3:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



COLER  
ENTOMOLOGICAL  
SERVICES, INC.

Consulting & Research in: IPM • Biological Control • Testing

P95 000035945

May 24, 1995

Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Attn.:

RE: Amending the Articles of Incorporation

300001500493

-05/26/95--01090--002

\*\*\*\*\*43.75 \*\*\*\*\*43.75

Dear Personnel:

I have made a change in the name of my corporation, from Entomological Services, Inc. to Coler Entomological Services, Inc. I believe everything is in order, if you have any questions, please don't hesitate to contact me

Sincerely,  
Coler Entomological Services

*Reginald Coler*

Reginald Coler, Ph.D.  
President

*Reginald Coler* GAVE  
AUTHORIZATION BY PHONE TO  
CONTACT *James (Coler)*  
DATE *6/7/95*  
DOC. EXAM. *DC*

Enclosure: Articles of Amendment to Articles of Incorporation, plus a check for \$43.75 to cover the name change and a certificate of status

FILED  
95 MAY 26 PM 1:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Name Change*

*6/7/95*

*DC*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
95 MAY 26 PM 1:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ENTOMOLOGICAL SERVICES, INC.  
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I Section 1.1 Name and Place of Business, will be amended to reflect the change in the corporation's name from Entomological Services, Inc. to Coler Entomological Services, Inc. and will read as follows:

ARTICLE I

NAME AND PLACE OF BUSINESS

Section 1.1 Name And Place Of Business. The name of this corporation is Coler Entomological Services, Inc., with its principal place of business at 2405 N.W. 66th Court, Gainesville, FL 32653-1633.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: May 24th, 1995 . .

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group \_\_\_\_\_."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 24 of May, 19 1995 .

Signature Reginald Robert Coler  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Reginald Robert Coler

Typed or printed name

Incorporator, Chairman of the Board of Directors, President

Title