

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
TOLL FREE No. 1-800-342-8062  
FAX (904) 222-1222

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service \_\_\_\_\_ Two Day Service \_\_\_\_\_

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

SEP - 7 1995

SEP - 6 1995

WGS-17841

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
BY AAK \_\_\_\_\_

WALK-IN Will Pick Up 96 1200

RE: Premier Pest Control, Inc  
SEP-7 PM 1:40

	C.C. FEE/PA	DISBURSED
<input checked="" type="checkbox"/> Capital-Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing	400001578124	
	09/06/95-01046-003	
<input type="checkbox"/> Corporate Kit	****70.00	****70.00
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) pgs		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 6, 1995

CAPITAL CONNECTION, INC.  
417 E VIRGINIA ST, SUITE 1  
TALLAHASSEE, FL 32302

SUBJECT: PREMIER PEST CONTROL, INC.  
Ref. Number: W95000017891

*Termite and Pest*

We have received your document for PREMIER PEST CONTROL, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 195A00041210

*Corrected.*

980707 PM 1:40

**ARTICLES OF INCORPORATION**

**OF**

Premier Termite and Pest Control, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I NAME**

The name of the corporation shall be:

Premier Termite and Pest Control, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

8544 NAVARRE Parkway  
NAVARRE, FL. 32566

**ARTICLE III CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

**ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

KIMBERLY LEE

**ARTICLE V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MICHAEL A. LEE  
6750 INDIAN ST  
NAVARRE, FL 32566

AL LEE  
2236 Arrow Ct.  
NAVARRE FL 32566

The undersigned has(have) executed these Articles of Incorporation this

29<sup>TH</sup> day of AUGUST, 19 95.

Michael A. Lee OWNER  
Signature/Title

Al Lee DIRECTOR OF OPERATIONS  
Signature/Title

\_\_\_\_\_  
Signature/Title

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: \_\_\_\_\_

Premier Termite and Pest Control, Inc.

2. The name and address of the registered agent and office is:

KIMBERLY D. LEE  
(NAME)

6750 INDIAN ST  
(P.O. BOX NOT ACCEPTABLE)

NAVARRE, FL. 32566  
(CITY/STATE/ZIP)

SIGNATURE Michael A. Lee  
(corporate officer)

TITLE Guardant

DATE 8-29-95

HAVING BEEN NAMED AS 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Kimberly D. Lee

DATE 8-29-95

P95000068976

SHOWS, COHN & CALI

ATTORNEYS AT LAW

9035 BLUEBONNET BOULEVARD, SUITE 3

BATON ROUGE, LOUISIANA 70810

TELEPHONE (504) 769-0858

TELECOPIER (504) 769-1016

E. WADE SHOWS  
DAVID M. COHN  
MARY CATHERINE CALI  
WILLIAM A. MORVANT  
ROBERT J. BURNS, JR.  
ROBERT M. ADAMS, JR.  
RONNIE J. BERTHELOT

DOWNTOWN OFFICE

644 St. Ferdinand Street

P.O. Drawer 4425

Baton Rouge, Louisiana 70821

Telephone (504) 346-1461

Telecopier (504) 346-1467

July 6, 1996

500001898125  
-07/15/96--01013--001  
\*\*\*\*250.00 \*\*\*\*101.25

Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

FILED  
96 JUL -8 AM 10:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Premier Termite And Pest Control, L.C. *St 7/5*

Dear Madam Secretary Of State:

You will find enclosed the following documents:

1. Original amendment to articles of incorporation of Premier Termite and Pest Control, Inc. with original Resolution along with a copy of each.
2. Original certificate of existence of Premier Termite and Pest Control, L.L.C. provided by the La. Secretary Of State.
3. Application of Premier Termite And Pest Control, L.C. to transact business in the State Of Florida.
4. Original Affidavit of Membership And Contributions of Foreign Limited Liability Company.
5. Original Certificate Of Designation Of Registered Agent/Office.
6. My firm check in the amount of \$250.00

The corporation Premier Termite And Pest Control, Inc. is a Florida corporation. The purpose of the name change is to allow the admittance of the referenced limited liability company into the State of Florida which would not otherwise be permitted because of the similarities in the names of each. The change in the name of the Corporation must take place immediately prior to your accepting the application for admittance of the LC. Furthermore, if you find that the documents are not in order to admit the LC then do not file the name change to the corporation since we wish to preserve the name until we can provide you with the proper documentation.

If all app's in order, file the name change and provide

*Spoke w/ David,  
wants overpayment  
of \$166.25 refunded.  
Provided refund app. w/ Amnd. acknowledgment.*

RECEIVED  
96 JUL -8 AM 12:59  
DIVISION OF CORPORATIONS

Division of Corp.  
July 6, 1996  
page two

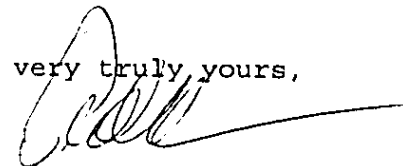
me with a file stamped copy. Immedeiatly after filing the name change to the corportation then file the Application to admit the foreign limited liability company with the other documents enc'osed. Return to me a certificate of status. By my calculations, the LC filings would cost \$148.75. I was not sure what the cost would be for the name change for the Florida Corp. I have enclosed a check for \$250.00 which I trust is sufficient to pay for all filings. Let me know if I owe more and you can refund any difference.

You will note the legal name of the applying LC in the State Of La. ends in "L.L.C." I took your application to mean that we could adopt the designation "L.C." Let me know if this is not possible.

Please feel free to call me to discuss the above filings if you wish to do so since I wan't to avoid any confusion over my stated intentions.

Waiting to hear from you, I remain,

very truly yours,



David M. Cohn

dmc/  
cc: Mike Cohn

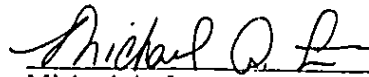
**AMENDMENT TO ARTICLES OF INCORPORATION OF  
PREMIER TERMITE AND PEST CONTROL, INC.**

The undersigned incorporator of Premier Termite and Pest Control, Inc. for the purpose of amending the Articles of Incorporation of this corporation under the Florida Business Corporation Act, hereby amends Article I as follows, to-wit:

**"Article I. Name**

The name of the corporation shall be Michael A. Lee, Inc."

The undersigned has executed this Amendment to Articles of Incorporation on this 2<sup>nd</sup> day of July, 1996 at Navarre, Florida.



Michael A. Lee  
Incorporator, President and  
100% Shareholder

FILED  
96 JUL -8 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

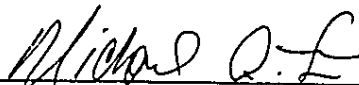


**RESOLUTION OF THE BOARD OF DIRECTORS OF  
PREMIER TERMITE AND PEST CONTROL, INC.**


BE IT RESOLVED, that Michael A. Lee, President, is hereby authorized to execute amendments to the Articles of Incorporation changing the name of this corporation from Premier Termite and Pest Control, Inc. to Michael A. Lee, Inc. and to take such other steps as is necessary and execute any and all other documents deemed necessary in his discretion to carry out this power.


BE IT FURTHER RESOLVED, that the purpose of this amendment is to facilitate the purchase of assets of Premier Termite and Pest Control, Inc. by Premier Termite and Pest Control, L.L.C. and to allow the admittance of Premier Termite and Pest Control, L.L.C. as a foreign limited liability company into and approved by the Secretary of State for the State of Florida.

The above and foregoing is a true and correct exemplified of the minutes of the Board of Directors of Premier Termite and Pest Control, Inc. held on the 2<sup>nd</sup> day of July, 1996, with 100% of the voting shares of the Board of Directors present and voting and also attended by 100% of the shareholders of this corporation.

  
\_\_\_\_\_  
Michael A. Lee - Secretary

ATTEST:

  
\_\_\_\_\_  
Michael A. Lee  
President

  
\_\_\_\_\_  
Michael A. Lee  
100% Shareholder