

LAW OFFICES
RAYMOND M. MASCIARELLA II, P.A.
ATTORNEY AND COUNSELOR AT LAW

RAYMOND M. MASCIARELLA II

P96000015468

February 9, 1996

SUMMIT BUILDING, SUITE 140
840 U.S. HIGHWAY ONE
NORTH PALM BEACH
FLORIDA 33408
(407) 627-4448

FILED
FEB 16 AM 7:01
TALLAHASSEE, FLORIDA

Secretary of State
Department of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32301

300001717413
-02/16/96--01094--005
****122.50 ****122.50

RE: Chem-Free All Natural Pest Control, Inc.

Dear Sir:

Please find enclosed one original and one copy of our Articles of Incorporation for the above company. Please file the original in your office and return to us one Certified Copy.

We are enclosing our check in the amount of \$122.50 covering the following:

\$35.00 Filing fees
\$35.00 Certificate Designating Registered Agent
\$52.50 Certified Copy

Yours very truly,

RAYMOND M. MASCIARELLA II, PA



Raymond M. Masciarella II, Esquire

RMM:ph
Enclosures

F. CHESSEY FEB 20 1996

CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
65 FEB 16 PM 7:01
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that Robert Bates desiring to organize Chem-Free All Natural Pest Control, Inc. and qualify under the laws of the State of Florida, with its principal place of business located at 19468 Camp Lane, Jupiter, Florida 33458 has named Robert Bates, as its agent to accept service of process within Florida.

Dated:

Robert Bates Pres
Robert Bates, President

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

Robert Bates P
Robert Bates, Registered Agent

ARTICLES OF INCORPORATION
OF
CHEM-FREE ALL NATURAL PEST CONTROL, INC.

FILED
96 FEB 16 AM 7:01
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Chem-Free All Natural Pest Control, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence, commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon sale for cash of any new stock of this corporation, shall have the right to purchase his/her pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered principal office of this corporation is 19468 Camp Lane, Jupiter, Florida, and the name of the initial registered agent of this corporation is Robert Bates.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-laws. However, there shall never be less than one director or more than five. The names and addresses of the initial Board of Directors of this corporation are:

1. Robert Bates
19468 Camp Lane
Jupiter, Florida 33458

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator signing these

articles is Robert Bates, 19468 Camp Lane, Jupiter, Florida 33458.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

IN WITNESS WHEREOF the undersigned Incorporator has executed these Articles of Incorporation on this 9th day of FEB. 1996, 1996.

Robert Bates
Robert Bates

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Robert Bates, who is personally known to me, the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this 9 day of Feb, 1996.

Notary Public
My Commission Expires:

