



THE UNITED STATES
CORPORATION
COMPANY

P970000 28 158

ACCOUNT NO. : 072100000032

REFERENCE : 306319 7105969

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ ~~200~~ 70.00

ORDER DATE : March 25, 1997

ORDER TIME : 11:19 AM

ORDER NO. : 306319-005

CUSTOMER NO: 7105969

CUSTOMER: Sharon D. Regan, Esq
SHARON D. REGAN, ESQ

400002123914--6

201 E. Government Street

Pensacola, FL 32501

DOMESTIC FILING

NAME: TCAPC, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
97 MAR 25 AM 8:58
STATE
TALLAHASSEE

RECEIVED
97 MAR 25 PM 12:07
Division of Corporation

W97-6085

RO#
by hms not file
-60531

K.R. MAR 28 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1997

CSC NETWORK
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: TCAPC, INC.
Ref. Number: W97000006885

RESUBMIT

Please give original
submission date as file date.

We have received your document for TCAPC, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

THE REGISTERED OFFICE LISTED IN YOUR ARTICLES OF INCORPORATION MUST BE CONSISTENT THROUGHOUT THE DOCUMENT.,

Bylaws are not filed with this office. Please retain them for your records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 597A00015014

RECEIVED
97 MAR 27 PM 1:52
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
TCAPC, INC.

FILED
97 MAR 25 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation under Chapter 607, the Florida General Corporation Act, does hereby certify:

Article 1

The name of this corporation (which is hereinafter called the "Corporation") shall be:

TCAPC, Inc.

and the principle place of business will be Escambia County, Florida. The mailing address for the corporation is 2216 East Olive Road, Pensacola, Florida 32514.

Article 2

The purpose or purposes for which the Corporation is formed are:

- a. To engage in the business of pest control services and retail sales to the public and commercial establishments.
- b. To have one or more offices in the State or in any other State, territory or country; to carry on any and all of the operations and businesses of said Corporation without restriction or limit as to amount; to incur indebtedness without limit as to amount; to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real or personal property or both of every class and description in any of the States or Districts of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory or Country.
- c. To transact any other lawful business for which corporations may be incorporated under the Act.
- d. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

Article 3

The Corporation shall have perpetual existence.

Article 4

The aggregate number of shares which the Corporation is authorized to issue is One Hundred (100) shares of common stock with a par value of Ten and 00/Dollars (\$10.00) per share.

Article 5

The street address of the initial registered office of the Corporation is 2216 East Olive Road, Pensacola, Florida 32514, and the name of the initial registered agent of the Corporation at that address is Mr. Alexander M. McLachlan, III.

Article 6

The board of directors of the Corporation shall conduct the affairs of the Corporation and shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Directors of the Corporation who shall hold office until their successors have been duly elected and qualified, are as follows:

(NAME)	(ADDRESS)
STEVEN L. DRIVER	4813 Birchwood Court, Pensacola FL 32503
ALEXANDER M. McLACHLAN, III	470 Maple Leaf Circle, Pensacola FL 32514
DONALD A. ROEMER	4605 Timberland Drive, Pace, FL 32571

Article 7

The name and address of each incorporator signing these Articles of Incorporation is :

STEVEN L. DRIVER	4813 Birchwood Court, Pensacola FL 32503
ALEXANDER M. McLACHLAN, III	470 Maple Leaf Circle, Pensacola FL 32514
DONALD A. ROEMER	4605 Timberland Drive, Pace, FL 32571

Article 8

Pursuant to Subsection 607.0901(5), Florida Statutes, the Affiliated Transactions provision contained in Section 607.0901, Florida Statutes, shall not apply nor have any application to this corporation.

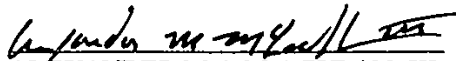
Article 9

These Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by the Board of Directors to the shareholders, and adopted upon the vote of a majority of the shareholders entitled to vote. The shareholders may amend the Articles of Incorporation without an act of the Directors, and all of the Directors and all of the shareholders eligible to vote may sign a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted.

SIGNED, AND APPROVED THIS DATE AS GIVEN:


STEVEN L. DRIVER

DATE: 3 / 23 / 97
4813 Birchwood Court, Pensacola FL 32503


ALEXANDER M. McLACHLAN, III

DATE: 3 / 23 / 97
470 Maple Leaf Circle, Pensacola FL 32514


DONALD A. ROEMER

DATE: 3 / 23 / 97
4605 Timberland Drive, Pace, FL 32571

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Having been named as registered agent to accept service of Process for the above stated Corporation, at the place designated in these Articles, 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, and I accept the obligations of my position as registered agent.

DATED this 23 day of March, 1997.


ALEXANDER M. McLACHLAN, III

CERTIFICATE OF DESIGNATION OF
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: TCAPC, Inc.

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

Alexander M. McLachlan, III

(NAME)

2216 East Olive Road, Pensacola, Florida 32514

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

(CITY/STATE/ZIP)

FILED
97 MAR 25 AM 8:59
TALLAHASSEE, FLORIDA

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)

Alexander M. McLachlan, III

3-23-97
(DATE)