

P97000037044

Ugly Bugs Pest Control
610 Hidden Harbour Drive
Indian Rocks Beach, Fl. 34635

April 17, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

600002153606--9
-04/24/97-01057-002
*****70.00 *****70.00

Re: Trademarked name Ugly Bugs Pest Control

The enclosed Articles of Incorporation state that the name of the corporation is to be Ugly Bugs Pest Control Inc.

I, Joseph J. Delguidice, had that name trademarked and I now want to use it as a corporate name. I am writing you this letter so that you are aware that the incorporator and the person who has the trademark rights is one and the same and the use of this name by the corporation is authorized.

Yours Truly,

Joseph J. Delguidice
Joseph J. Delguidice

97 APR 24 11:00 AM
U.S. DEPT. OF STATE
RECEIVED

cc 4/25/97

ARTICLES OF INCORPORATION
UGLY BUGS PEST CONTROL INC.

FILED
IN THE STATE
OF FLORIDA
CLERK OF THE
COURT
JAN 13 1997
TALLAHASSEE

ARTICLE I. NAME

The name of this corporation is UGLY BUGS PEST CONTROL INC.

ARTICLE II. COMMENCEMENT OF CORPORATE EXISTENCE

The date when corporate existence shall commence is the date of the filing of these Articles of Incorporation or April 1, 1997, whichever is later.

ARTICLE III. DURATION

This corporation shall exist perpetually, commencing on the date referred to in Article II above.

ARTICLE IV. PURPOSE

This corporation is organized for the following purposes:

- A. For the transaction of any and all lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue one hundred (100) common shares of \$1.00 (dollars) par value capital stock.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any new capital stock of the same kind, class or series, as that which he or she already holds, shall have the preemptive right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. PRINCIPAL OFFICE & REGISTERED OFFICE

The address of the corporation's principal and registered office is:
610 HIDDEN HARBOUR DRIVE
INDIAN ROCKS BEACH, FL. 34635

ARTICLE VIII. INITIAL REGISTERED AGENT

The street address of the initial registered agent of this corporation is: 610 HIDDEN HARBOUR DRIVE, INDIAN ROCKS BEACH, FL. 34635. The name of the initial registered agent for this corporation at that address is JOSEPH J. DELGUIDICE

ARTICLE IX. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under that authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE X. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

JOSEPH J. DELGUIDICE
610 HIDDEN HARBOUR DRIVE
INDIAN ROCKS BEACH, FL. 34635

ARTICLE XI. OFFICERS

The initial corporate officers are as follows:

PRESIDENT: JOSEPH J. DELGUIDICE
SECRETARY: JOSEPH J. DELGUIDICE
TREASURER: JOSEPH J. DELGUIDICE

ARTICLE XII. INDEMNIFICATION

This corporation shall indemnify any officer or any former officer, to the full extent as provided for by law.

ARTICLE XIII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto. Any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this.....day of....., 1997.

.....*Joseph J. DelGudice*.....

JOSEPH J. DELGUDICE

FILED
STATE
97 APR 24 11:03 LC

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named the Registered Agent for UGLY BUGS PEST CONTROL INC. the....day of....., 1997 by JOSEPH J. DELGUIDICE, a Director and Shareholder of the corporation, I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation and that I agree to act in such capacity and agree to comply with the provisions of Florida Law relative to keeping this office open.

.....*Joseph J. Delguidice*.....

JOSEPH J. DELGUIDICE