

5/30/97

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FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: PEST ELIMINATOR, INC.

AUDIT NUMBER.....H97000008937

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION
OF
PEST ELIMINATOR, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
971-1111

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is PEST ELIMINATOR, INC.

ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
CAPITAL STOCK

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

PREPARED by COLIN ROBINSON
ROBINSON & COMPANY
17645 NW 27TH AVE, MIAMI, FL 33056
PHONE: (305) 621-7555/6579

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ARTICLE V

The name of the initial registered agent of this corporation is RONALD A. GAYLE state address of the initial registered office of the corporation in the State of Florida is 17645 NW 27TH AVENUE, MIAMI, FLORIDA 33056.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Directors are:

RONALD A. GAYLE

17645 NW 27TH AVENUE
MIAMI, FL 33056

ANTHONY F. GRAY

17645 NW 27TH AVENUE
MIAMI, FL 33056

ARTICLE VII INCORPORATION

The name and address of the incorporator of these articles of Incorporation is RONALD A. GAYLE, 17645 NW 27TH AVENUE, MIAMI, FLORIDA 33056.

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ARTICLE VIII
BYLAWS

The name and address of the incorporator of these articles of Incorporation is RONALD A. GAYLE of 17645 NW 27TH AVENUE, MIAMI, FLORIDA 33056.

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 30 day of May 1997.

Ronald A. Gayle
RONALD A. GAYLE

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STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared RONALD A. GAYLE known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 30 day of May 1997.



"OFFICIAL SEAL"
Colin O. Robinson
My Commission Expires 8/5/98
Commission #CC 405092

Colin O. Robinson
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

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FILED
ON SECRETARY OF STATE
3-11-97

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**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**

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

FIRST that PEST ELIMINATOR, INC. desiring to organize or
qualify under the laws of the State of Florida with its principal
place of business at 17645 NW 27TH AVENUE, MIAMI, FLORIDA 33056 has
named RONALD A. GAYLE, 17645 NW 27TH AVENUE, MIAMI, FLORIDA 33056,
as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated
corporation, at place designated in this Certificate, I hereby am
familiar with and accept the duties and responsibilities as
registered agent for said corporation.

Dated this 30 day of May, 1997.

BY:

Ronald A. Gayle
RONALD A. GAYLE
Registered Agent

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