

ELISE K. WINTERS, P.A.
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P97 0000 78764
July 10, 1997

VIA AIRBORNE EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-09/10/97--01082--005
****122.50 ****122.50

Re: Incorporation of OdorFree of Florida, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of Articles of Incorporation and a Designation of Registered Agent for OdorFree of Florida, Inc.

Also enclosed is a check in the amount of \$122.50 to cover the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Designation	<u>\$35.00</u>
Total	\$122.50

FILED
SEP 10 AM 12:35
TALLAHASSEE, FLORIDA

Please arrange for the filing of the Articles of Incorporation and see that a certified copy is made and returned to this office.

Thank you for your assistance in this matter.

Sincerely,


Elise K. Winters

Enclosures

cc: Evan L. Twaits
Alan Smith

**ARTICLES OF INCORPORATION
OF
ODORFREE OF FLORIDA, INC.**

FILED
91 SEP 10 AM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME AND PRINCIPAL ADDRESS**

The name of this corporation is OdorFree of Florida, Inc., and the initial principal address of the corporation is 11411 114th Terrace North, Largo, Florida, 33778.

**ARTICLE II
NATURE OF BUSINESS AND POWERS**

The general nature of the business transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV
TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE V
REGISTERED AGENT, INITIAL REGISTERED OFFICE**

The name of the registered agent of the corporation is Elise K. Winters. The address of the initial registered office is 600 Cleveland Street, Suite 940, Clearwater, Florida, 34615.

The Board of Directors from time to time may move the registered office and/or the principal office to any other address in the State of Florida.

**ARTICLE VI
BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).

**ARTICLE VII
INITIAL DIRECTORS**

The name and address of the directors of this corporation are:

Alan Smith
910 Toddsmill Trace
Tarpon Springs, FL 34689

Evan L. Twaits
11411 114th Terrace North
Largo, FL 33778

The persons named as initial directors shall hold office for the first year of existence of this corporation or until a successor is elected or appointed and has qualified, whichever is first.


**ARTICLE VIII
INCORPORATOR**

The name and street address of the person signing these Articles as the Incorporator is Alan Smith, 910 Toddsmill Trace, Tarpon Springs, FL, 34689.

**ARTICLE IX
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, executed these Articles of Incorporation on



ALAN SMITH

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 9th day of September, 1997, by Alan Smith, who presented a Florida Drivers license as identification and who did take an oath.

NOTARY PUBLIC



Roberta A. Nelsen
MY COMMISSION # CC553268 EXPIRES
August 31, 2000
BONDED THRU TROY FAH INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First - That OdorFree of Florida, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Clearwater, County of Pinellas, State of Florida, has named Elise K. Winters located at 600 Cleveland Street, Suite 940, Clearwater, FL 33755, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Elise K. Winters

RECEIVED
TALLAHASSEE, FLORIDA

97 SEP 10 AM 12:35

FILED