

99000090116



ACCOUNT NO. : 072100000032

REFERENCE : 396886 120053A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 4, 1999

ORDER TIME : 10:47 AM

ORDER NO. : 396886-005

CUSTOMER NO: 120053A

500003004055--9
-10/04/99-01077-023
*****70.00 *****70.00

CUSTOMER: David H. Jacoby, Esq
DAVID H. JACOBY, ESQ
DAVID H. JACOBY, ESQ
The Exchange - Suite 100
1581 Robert J. Conlan Blvd., ne
Palm Bay, FL 32905

DOMESTIC FILING

NAME: BUG OFF, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

703
W99-22875

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -4 AM 10:11

RECEIVED
99 OCT -4 PM 12:06
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
10/13/99



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT -4 AM 10:11

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 4, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: BUG OFF, INC.
Ref. Number: W99000022875

RESUBMIT

Please give original
submission date as file date.

We have received your document for BUG OFF, INC.. However, the document has not been filed and is being returned for the following:

Article VIII states there will be ONE director(s), whereas NONE is/are listed.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 699A00048108

RECEIVED
99 OCT 12 PM 3:10
CLARETHA GOLDEN
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BUG OFF, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT -4 AM 10:11

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the information of a corporation in accordance with the laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation is BUG OFF, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be rendered by this corporation is any lawful purpose permitted by the laws of the State of Florida.

ARTICLE III. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Two Hundred (200) shares of common stock.

ARTICLE IV. - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Two Hundred (\$200.00) Dollars.

ARTICLE V. - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. - ADDRESS

The initial address of the principal office of this corporation is: 1280 Sarno Road, Suite 200, Melbourne, Florida 32935.

ARTICLE VII.- REGISTERED AGENT

The initial registered agent of this corporation is David H. Jacoby, and the initial registered office is 1581 Robert J. Conlan Blvd. N.E., Suite 100, Palm Bay, Florida 32905.

ARTICLE VIII.- DIRECTORS

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by Stockholders and shall never be less than one (1). The initial director shall be Vincent Norman, whose address is 3900 Snowy Egret Drive, Melbourne, Florida 32904.

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 the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by at least a Fifty-One (51%) Percent vote of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to reservation.

ARTICLE X.- LIMITATIONS ON CORPORATE STOCK

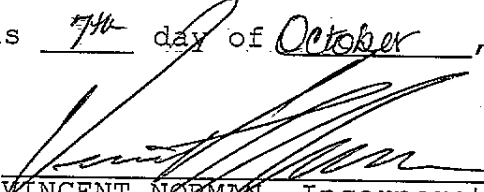
The Shareholders of this corporation shall have the power to include in the By-Laws adopted by Fifty-One (51%) Percent of the Shareholders of this corporation any regulatory or restrictive provisions regarding the proposed sale, transfer, or other

disposition of any of the outstanding shares of this corporation by any of its Shareholders, or the operation of this corporation, or in the event of the death of any of its Shareholders. The manner and form, as well as relevant terms, conditions and details hereof, shall be determined by the Shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of said stock.

ARTICLE XI.- VOTING TRUSTS

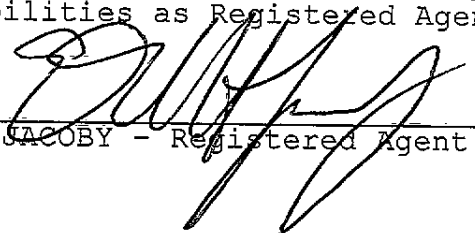
No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another the authority to exercise the voting power of any or all of his shares.

IN WITNESS WHEREOF, the subscriber hereto has executed these Articles of Incorporation, this 7th day of October, 1999.


VINCENT NORMAN, Incorporator
3900 Snowy Egret Dr.
Melbourne, FL 32904

Acceptance by registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


DAVID H. JACOBY - Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

I hereby certify that on this 7th day of October, 1999, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared VINCENT NORMAN and DAVID H. JACOBY, to me known to be the persons described as the Incorporator and Registered Agent, respectively, and who are both personally known by me, in and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to these Articles of Incorporation in their respective capacities.


NOTARY PUBLIC

