

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/18/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Middleton Pest Control, Inc.		12/16/2009	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Massey Services, Inc.
Street Address:	315 Groveland Street
City:	Orlando
State/Country:	GEORGIA
Postal Code:	32804
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	78895296	TLC+6 MIDDLETON'S TOTAL LAWN CARE
Serial Number:	78708783	
Serial Number:	75520434	LAKE FRIENDLY PHOSPHOROUS FREE FERTILIZER
Serial Number:	75520435	MIDDLETON PEST CONTROL INC. INSIDE. OUTSIDE. WE TREAT YOU WITH CARE. SINCE 1952
Serial Number:	74619073	MIDDLETON'S 365 +
Serial Number:	74661445	MIDDLETON'S TLCX4

CORRESPONDENCE DATA

Fax Number: (404)881-7777
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 4048817000
 Email: lindsey.corbin@alston.com, ipatl@alston.com
 Correspondent Name: Laura Kees
 Address Line 1: 1201 West Peachtree St

OP \$165.00 78895296

900151584

**TRADEMARK
 REEL: 004127 FRAME: 0872**

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER: 001833-363937

NAME OF SUBMITTER: Laura Kees

Signature: /Laura Kees/

Date: 01/08/2010

Total Attachments: 6

source=Conf_Cert & Merger Docs - MASSEY#page1.tif

source=Conf_Cert & Merger Docs - MASSEY#page2.tif

source=Conf_Cert & Merger Docs - MASSEY#page3.tif

source=Conf_Cert & Merger Docs - MASSEY#page4.tif

source=Conf_Cert & Merger Docs - MASSEY#page5.tif

source=Conf_Cert & Merger Docs - MASSEY#page6.tif



December 18, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MASSEY SERVICES, INC.
315 GROVELAND STREET
ORLANDO, FL 32804US

Re: Document Number H41017

The Articles of Merger were filed December 17, 2009, effective December 18, 2009, for MASSEY SERVICES, INC., the surviving Florida entity.

The certification you requested is enclosed. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H09000259915.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6050, the Amendment Filing Section.


Sylvia Gilbert
Regulatory Specialist II
Division of Corporations

Letter Number: 809A00038442

P.O BOX 6327 - Tallahassee, Florida 32314

TRADEMARK
REEL: 004127 FRAME: 0874

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on December 17, 2009 effective December 18, 2009, for MASSEY SERVICES, INC., the surviving Florida entity, as shown by the records of this office.

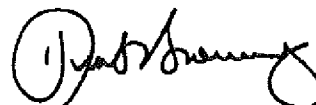
I further certify the document was electronically received under FAX audit number H09000259915. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this entity is H41017.

Authentication Code: 809A00038442-121709-H41017 -1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eighteenth day of December, 2009




Kurt S. Browning
Secretary of State

ARTICLES OF MERGER OF
MIDDLETON PEST CONTROL, INC.
WITH AND INTO
MASSEY SERVICES, INC.

The following articles of merger are being submitted in accordance with Section 607.1104, Florida Statutes:

FIRST: The exact name and jurisdiction of the surviving corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Massey Services, Inc.	Florida	H41017

SECOND: The exact name and jurisdiction of each merging corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
Middleton Pest Control, Inc.	Florida	552357

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective on:

- the date these Articles of Merger are filed with the Florida Department of State
- OR
- December 18, 2009
(Enter a specific date, which cannot be prior to the date of filing or more than 90 days after the date of filing.)

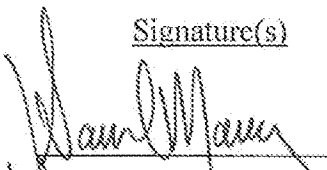
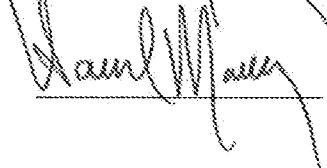
FIFTH: Adoption of Merger by surviving corporation.

- the Plan of Merger was adopted by the shareholders of the surviving corporation on _____.
- OR
- the Plan of Merger was adopted by the board of directors of the surviving corporation on December 16, 2009 and shareholder approval was not required.

SIXTH: Adoption of Merger by merging corporation.

- the Plan of Merger was adopted by the shareholders of the merging corporations on _____.
- OR
- the Plan of Merger was adopted by the board of directors of the merging corporations on December 16, 2009 and shareholder approval was not required.

SEVENTH: Signatures for each corporation

<u>Name of Entity</u>	<u>Signature(s)</u>	<u>Typed or Printed Name and Title of Individual</u>
<u>Massey Services, Inc.</u>		Harvey L. Massey <u>President</u>
<u>Middleton Pest Control, Inc.</u>		Harvey L. Massey <u>President</u>

PLAN OF MERGER

The following plan of merger is submitted in compliance with Section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

FIRST: The exact name and jurisdiction of the surviving corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Massey Services, Inc.	Florida

SECOND: The exact name and jurisdiction of each merging corporation are as follows:

<u>Name</u>	<u>Jurisdiction</u>
Middleton Pest Control, Inc.	Florida

THIRD: The terms and conditions of the merger are as follows:

The merging corporations shall be merged with and into the surviving corporation, and the separate existence of each merging corporation shall cease as of the effective date of this Plan of Merger. The surviving corporation shall retain the name of "MASSEY SERVICES, INC." after the merger. As of the effective date of this Plan of Merger, the surviving corporation shall possess all of the right, privileges, powers and franchises of each merging corporation, of a public as well as private nature, and all property, real, personal or otherwise, of each merging corporation, and all debts due on whatever account to it, including all choses of action and all and every other interest of or belonging to it, shall be taken by and deemed to be transferred to and vested in the surviving corporation without further act or deed; and except as provided herein, the identity, existence, purposes, powers, franchises, rights, immunities and liabilities of the surviving corporation shall continue unaffected and unimpaired by the merger.

The Articles of Incorporation and the Bylaws of the surviving corporation shall, after the merger, continue to be the Articles of Incorporation and the Bylaws of the surviving party until duly amended in accordance with law, and no change to such Articles of Incorporation or Bylaws shall be affected by the merger hereunder. The persons who are the directors and officers of the surviving party immediately prior to the merger hereunder shall, after the merger, continue to serve as the directors and officers of the surviving party without change, subject to the provisions of the Articles of Incorporation and Bylaws of the surviving party and the laws of the State of Florida.

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

After the effective date of this Plan of Merger, by virtue of the merger and without any action on the part of the shareholders of the merging party or the shareholders of the surviving party, all of the issued and outstanding certificates representing shares of stock in merging party shall be cancelled. Certificates representing ownership of shares of stock in the surviving party shall not be affected by the merger under this Plan of Merger.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not Applicable

FIFTH: The shareholders of the merging corporation, who, except for the applicability of Section 607.1104, Florida Statute, would be entitled to vote and who dissent from the merger pursuant to Section 607.1321, Florida Statute, may be entitled, if they company with the provisions of this act regarding appraisal rights, to be paid the fair value of their shares.