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EFFECTIVE DATE

04-30-03

FILED

03 MAY -5 AM 8:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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95/13

LAW OFFICES OF  
**SHERAR & ARIAS**

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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Licensed in Florida

OF COUNSEL:  
PATRICIA RATHBURN, ESQ.  
Licensed in Florida

April 21, 2003

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: DAVID & DAWN, INC. / Articles of Incorporation

**EFFECTIVE DATE**  
04-30-03

To Whom It May Concern:

Enclosed for filing are the Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$78.75, payable to the Department of State, to cover the required filing and certified copy fees. Please return a certified copy of the Articles to me in the enclosed self-addressed envelope.

Thank you for your assistance.

Sincerely,

  
Craig Z. Sherar

CZS/emb:33738  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
DAVID & DAWN, INC.**

FILED  
03 MAY -5 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this Corporation is DAVID & DAWN, INC. The mailing address is 1549 S.W. 127 Court, Miami, Florida 33184.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence. The Corporation shall commence existence on April 30, 2003.

**EFFECTIVE DATE**  
04-30-03

**ARTICLE III - PURPOSE**

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.10 per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation shall be 1549 S.W. 127 Court, Miami, Florida 33184 and the initial registered agent of this Corporation at such office shall be David Smith, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) member(s). The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than 15. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
David Smith President	1549 S.W. 127 Court Miami, Florida 33184
Dawn Voelke-Smith Secretary	1549 S.W. 127 Court Miami, Florida 33184

**ARTICLE VII - INCORPORATOR**

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

<u>Name</u>	<u>Address</u>
Craig Z. Sherar, Esq.	2701 South Bayshore Drive Suite 605 Coconut Grove, Florida 33133

~~Incorporator~~

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF DADE )

The foregoing Articles of Incorporation of DAVID & DAWN, INC., were acknowledged before me this 30<sup>th</sup> day of April, 2003 by Craig Z. Shorar, Esq., as Incorporator.

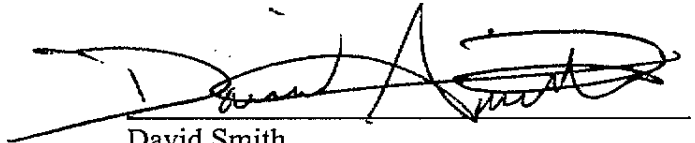
Notary Public, Lance Barlow  
State of Florida at Large  
My Commission Expires:



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for DAVID & DAWN, INC., at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: April 30, 2003.

  
David Smith  
Registered Agent

Ce.33737

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03 MAY -5 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA