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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
Fax Number : (850) 222-1222

## FLORIDA PROFIT CORPORATION OR P.A.

Daybreak Holdings, Inc.

Certificate of Status	0
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
DEC 19 AM 8:3**ARTICLES OF INCORPORATION****OF****DAYBREAK HOLDINGS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation is: **Daybreak Holdings, Inc.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

4569 SW Hammock Creek Drive  
Palm City, Florida 34990

**ARTICLE III. DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV. PURPOSE**

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE V. CAPITAL STOCK**

The aggregate number of shares which the corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares, all of which shall be common shares with par value of One Dollar (\$1.00) for each share.

**ARTICLE VI. GRANT OF PREEMPTIVE RIGHTS**

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

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**ARTICLE VII. REGISTERED AGENT & OFFICE**

The name and address of the initial registered agent is:  
Jerry Smolinski  
4569 SW Hammock Creek Drive  
Palm City, Florida 34990

**ARTICLE VIII. INCORPORATOR(S)**

The name and address of the incorporator is:  
Jerry Smolinski  
4569 SW Hammock Creek Drive  
Palm City, Florida 34990

**ARTICLE IX. INITIAL DIRECTOR**

The corporation shall have 1 director initially. The number of director(s) may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than ONE (1). The name of the initial director is:

Jerry Smolinski  
4569 SW Hammock Creek Drive  
Palm City, Florida 34990

IN WITNESS WHEREOF, I have subscribed my name this 18<sup>th</sup> day of December, 2000.

Jerry Smolinski  
Jerry Smolinski

STATE OF FLORIDA )  
COUNTY OF MARTIN )

On this day personally appeared before me, the undersigned authority, Jerry Smolinski, who is [ ] personally known to me or who [X] produced FL driver's license as identification, and did not take an oath.

WITNESS my hand and official seal in the above-named County and State this 18<sup>th</sup> day of December 2000.

(Seal)

NOTARY PUBLIC - STATE OF FLORIDA  
MICHAEL W. SMOLINSKI  
COMMISSION # C078149  
EXPIRES 7/28/2002  
BONDED THROUGH AIA 1-800-NOTARY

Michael W. Smolinski  
Notary Public, Seal of Florida  
My Commission Expires: 07/28/2002

CAPITAL CONNECTION  
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FBI TITLE INC.

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**ACCEPTANCE OF REGISTERED AGENT**

**FOR**

**DAYBREAK HOLDINGS, INC.**

PURSUANT TO THE PROVISIONS OF FS §607.0501 or FS §617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Daybreak Holdings, Inc.**
2. The name and address of the registered agent and office is:

Jerry Smolinski  
4569 SW Hammock Creek Drive  
Palm City, Florida 34990

I, Jerry Smolinski, having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 18 day of December, 2000.

**REGISTERED AGENT:**

Jerry Smolinski  
Jerry Smolinski  
4569 SW Hammock Creek Drive  
Palm City, Florida 34990

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