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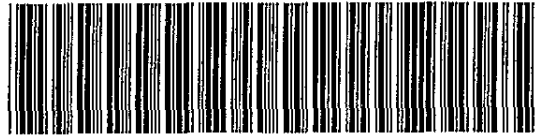
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TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DISSOLUTION, DAYBREAK CAPITAL, INC.

DOCUMENT NUMBER: _____

The enclosed Articles of Dissolution and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ROBERT G. ESSER

(Name of Person)

DAYBREAK CAPITAL, INC

(Name of Firm/Company)

3055 CYPRESS CREEK DR. N.

(Address)

PONTE VEDRA BEACH, FL 32082

(City/State/and Zip Code)

For further information concerning this matter, please call:

ROBERT ESSER

(Name of Person)

at (904) 535-8610

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

STREET ADDRESS:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

The name of the corporation is:

Daybreak Capital, Inc.

The date dissolution was authorized:

September 27, 2004

Adoption of Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

The number of votes cast for dissolution was sufficient for approval by

Robert G. Esser, President

Signed this 27th day of September, 2004.

Signature Robert G. Esser
Robert G. Esser
President

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TALLAHASSEE, FLORIDA
CLERK OF STATE