

**Electronic Articles of Incorporation
For**

P02000123289
FILED
November 19, 2002
Sec. Of State

USD DAYTON HOLDING, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

USD DAYTON HOLDING, INC.

Article II

The principal place of business address:

14025 RIVEREDGE DRIVE
SUITE 600
TAMPA, FL. 33637

The mailing address of the corporation is:

14025 RIVEREDGE DRIVE
SUITE 600
TAMPA, FL. 33637

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

JEFFREY P GREENBERG
14025 RIVEREDGE DRIVE
SUITE 600
TAMPA, FL. 33637

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JEFFREY P. GREENBERG

Article VI

The name and address of the incorporator is:

JEFFREY P. GREENBERG
14025 RIVEREDGE DRIVE
SUITE 600
TAMPA, FLORIDA 33637

Incorporator Signature: JEFFREY P. GREENBERG

Article VII

The effective date for this corporation shall be:

11/19/2002