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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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FLORIDA PROFIT CORPORATION OR P.A.

Daniels (CIELO), Inc.

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**ARTICLES OF INCORPORATION
OF
DANIELS (CIELO), INC.**

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
Corporate Name

The name of this corporation is Daniels (CIELO), Inc.

ARTICLE II
Corporate Office

The principal office and mailing address for the corporation shall be: 2435 Yonge Street, Suite 700, Toronto, Ontario, M4P 2E3, Canada.

ARTICLE III
Commencement of Corporate Existence

The corporation shall come into existence on the date of filing of these Articles of Incorporation in the office of the Secretary of State of Florida.

ARTICLE IV
General Nature of Business

The corporation is organized to engage in any activity or business and to transact any business permitted under the laws of the State of Florida.

ARTICLE V
Capital Stock

The maximum number of shares of stock that the corporation is authorized to have issued and outstanding at any one time is 1,000 shares of common stock, with a par value of \$.10 per share.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be:

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Gregory Sharer & Stuart, CPA
100 Second Avenue South
Suite 600
St. Petersburg, Florida 33701

and the initial registered agent of the corporation at such address is M. TIMOTHY FARRELL.

ARTICLE VII
Incorporator

The name and address of the incorporator is:

NAME: Annette Horan

ADDRESS: 100 South Ashley Drive
Suite 1700
Tampa, Florida 33602

ARTICLE VIII
Initial Board of Directors

The Corporation shall have two director(s) initially, whose name(s) and address(es) are:

William I. Daniels
2435 Yonge Street
Suite 700
Toronto, Ontario, M4P 2E5
Canada

Peter N. Daniels
2435 Yonge Street
Suite 700
Toronto, Ontario, M4P 2E5
Canada

ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in its Board of Directors and in its shareholders, in accordance with the procedures set forth in the bylaws of this corporation, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

If in the judgment of a majority of the entire Board of Directors (excluding from such majority any director who is under consideration for indemnification), the criteria set forth in Section 607.0850, *Florida Statutes*, have been met, then the corporation shall indemnify any officer or director, or former officer or director, his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by Section 607.0850.

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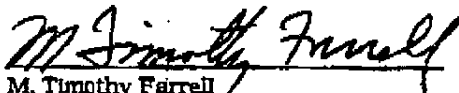
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IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on February 4, 2005.


Annette Horan
Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as Registered Agent of the above named corporation and agree to act as such in accordance with the provisions of Section 48.091 and Section 607.0501, *Florida Statutes*.


M. Timothy Farrell

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