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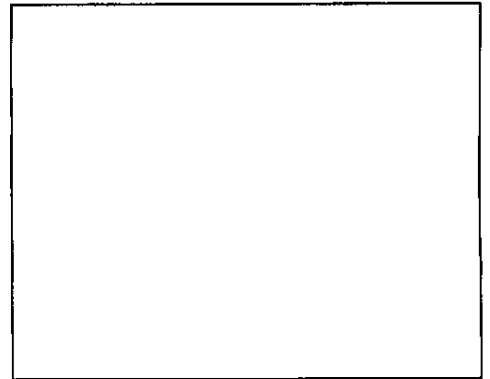
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ENTITY NAME:

1. DOGWOOD DRIVE HOLDINGS, INC.

CK# 2587

AMOUNT \$120.00

PLEASE FILE THE ATTACHED DOMESTICATION & RETURN THE
FOLLOWING:

___ CERTIFIED COPY

XXX STAMPED COPY

___ CERTIFICATE OF STATUS

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TALLAHASSEE, FLORIDA

Examiner's Initials

CERTIFICATE OF DOMESTICATION

The undersigned, Peter J. Callahan, President,
(Name) (Title)

of Dogwood Drive Holdings, Inc. a foreign corporation,
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was February 11, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Delaware.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Dogwood Drive Holdings, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Dogwood Drive Holdings, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Delaware.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of Dogwood Drive Holdings, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done

so this the 4th day of March

Peter Callahan

(Authorized Signature)

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Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Dogwood Drive Holdings, Inc.

Article II. Address

The street and mailing address of the Corporation's initial principal office is:
Dogwood Drive Holdings, Inc.
2415 Casas De Marbella Drive
Palm Beach Gardens FL 33410

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Peter J. Callahan
2415 Casas De Marbella Drive
Palm Beach Gardens FL 33410

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Peter J. Callahan

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340 West
Boca Raton FL 33431
(561) 241-7400

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Jennifer E. Zakin, Esq.
2255 Glades Road, Suite 340 West
Boca Raton FL 33431

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 15, 2007.

The undersigned incorporator executed these Articles of Incorporation on May 15, 2007 .



JENNIFER E. ZAKIN, ESQ.
by C. P. DeMaio as attorney-in-fact

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
Proskauer Rose LLP
2255 Glades Road, Suite 340 West
Boca Raton FL 33431
(561) 241-7400

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

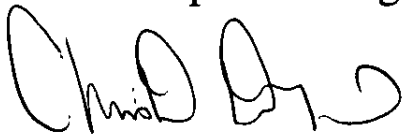
CORPORATION:

Dogwood Drive Holdings, Inc.

REGISTERED AGENT/OFFICE:

**Peter J. Callahan
2415 Casas De Marbella Drive
Palm Beach Gardens FL 33410**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PETER J. CALLAHAN

by C. P. DeMaio as attorney-in-fact

Date: 5/15/2007.

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TALLAHASSEE, FLORIDA

Jennifer E. Zakin, Esq. | FL Bar Member 0150894
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