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COSTELLO & ROYSTON, LLP

ATTORNEYS AT LAW

A LIMITED LIABILITY PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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Mailing Address

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Post Office Drawer 60205 Fort Myers, FL 33906-6205

July 10, 2007

Department of State
Division of Corporations
P.O. Box 6327

Sent By: Regular U.S Mail

P.O. Box 6327 Tallahassee, FL 32314

Re: Certificates of Domestication for American Sunshine Enterprises, Inc.

Dear Secretary of State:

Please find enclosed an original and one copy of the Certificate of Domestication and Articles of Incorporation for American Sunshine Enterprises, Inc and accompanying check for \$128.75.

MININ

Kobert D. Royston, Jr.

, Direct Dial: (239) 690-4260

E-mail:

rroyston@csrlaw.com

Enclosures:

As indicated



CERTIFICATE OF DOMESTICATION OF AMERICAN SUNSHINE ENTERPRISES, INC.

- 2007 JUL 25 PH 2: 26 SECRETARY OF STATE TALLAHASSEE, FLORID,
- 1. The date on which the corporation was first formed was November 1, 1996.
- 2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the State of Illinois.
- 3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was American Sunshine Enterprises, Inc.
- 4. The name of the corporation as set forth in its articles of incorporation, to be filed pursuant to Sections 607.0202 and 607.0401 with this certificate is American Sunshine Enterprises, Inc.
- The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law, immediately prior to the filing of the certificate of domestication was the State of TLUINOIS.
- 6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to Section 607.1801.
- 7. The name and address of the domesticator of the corporation is:

Name

Street Address

Elizabeth Klopack

394 Egret Avenue Naples, FL 34108

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Domestication, as authorized, on behalf of American Sunshine Enterprises, Inc. on the _______ day of July, 2007.

Elizabeth Klopack, Presiden

ARTICLES OF INCORPORATION **OF** AMERICAN SUNSHINE ENTERPRISES, INC.

ARTICLE 1

The name of the corporation is American Sunshine Enterprises, Inc.

ARTICLE 2

The objectives and purposes for which the corporation is organized are for any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act, now or hereafter in effect, and to do any of such things as fully and to the same extent as natural persons might or could do.

ARTICLE 3

The duration of existence of the corporation is perpetual.

ARTICLE 4

The street address of the initial principal office of the corporation is:

394 Egret Avenue Naples, FL 34108

The mailing address of the corporation is:

394 Egret Avenue Naples, FL 34108

ARTICLE 5

The aggregate number of shares that the corporation shall have authority to issue is One Thousand (1000) shares. All such shares shall be of a single class, designated as common, and shall be of no par value. All common shares shall be identical with each other in every respect. The holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.



ARTICLE 6

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of one (1) director whose name and address is as follows:

Name -

Address

Elizabeth Klopack

394 Egret Avenue Naples, FL 34108

ARTICLE 7

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act its officers and directors.

ARTICLE 8

To the fullest extent permitted by law, a director of the corporation shall have no personal liability to the corporation or its shareholders for monetary damages for conduct as a director; provided that this Article shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Florida Business Corporation Act. No amendment to that Act, or amendment of these articles of incorporation, that further limits the acts or omissions for which elimination of liability is permitted, shall adversely affect any right or protection of a director for any act or omission occurring prior to such amendment. If the Florida Business Corporation Act is amended to further limit or eliminate liability of a director, then a director of the corporation shall not be liable for any such act or omission to the fullest extent permitted by the Florida Business Corporation Act, as so amended.

ARTICLE 9

The officers of the Corporation shall be determined by the Bylaws. The initial officers of the corporation shall be:

Name

Office:

Elizabeth Klopack

President, Secretary

Jerome Klopack

Vice President

ARTICLE 10

The initial registered agent of the corporation and the street address of the corporation's initial registered agent is:

Name

Street Address

Elizabeth Klopack

394 Egret Avenue Naples, FL 34108

Page 2 of 3

Prepared by: Robert D. Royston, Jr., Esq.

Articles of Incorporation of American Sunshine

COSTELLO & ROYSTON, LLP

Enterprises, Inc.

(239) 939-2222 (voice) (239) 939-2280 (facsimile)

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ARTICLE 11

The name and address of the incorporator of the corporation is:

Name

Street Address

Elizabeth Klopack

394 Egret Avenue Naples, FL 34108

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 6 day of July, 2007.

Incorporator

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

Having been named to act as Registered Agent to accept service of process for the above named Corporation, at the place designated in these Articles of Incorporation, and being familiar with the obligations of this position, I hereby accept the duties of registered agent, agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed this Acceptance of Duties of Registered Agent on the 6 day of July, 2007.

Elizabeth Klopack,

Registered Agent