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Division of Corporations  
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Florida Department of State  
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To:

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Fax Number : (850) 205-0381

From:

Account Name : HAILE, SHAW & PFAFFENBERGER, P.A.  
Account Number : 076326003550  
Phone : (561) 627-8100  
Fax Number : (561) 622-7603

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FLORIDA PROFIT/NON PROFIT CORPORATION

Dand, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
DAND, INC.**

The undersigned, acting as the Incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida Business Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

**ARTICLE I  
NAME**

The name of this corporation is: DAND, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office and mailing address for the corporation is:

c/o 660 U.S. Highway Way  
3<sup>rd</sup> Floor  
North Palm Beach, FL 33408

**ARTICLE III  
DURATION**

This corporation shall have a perpetual existence.

**ARTICLE IV  
PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE V  
CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of No Par Value common stock.

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**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 660 U.S. Highway One, 3<sup>rd</sup> Floor, North Palm Beach, FL 33408; and the name of the initial registered agent at that address is Haile, Shaw & Pfaffenberger, P.A.

**ARTICLE VII  
INCORPORATOR**

The name and address of the person signing these Articles are:

Philip M. DiComo  
660 US Highway #1  
3<sup>rd</sup> Floor  
North Palm Beach, FL 33408

**ARTICLE VIII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE IX  
BEGINNING OF CORPORATE EXISTENCE**

The date when corporate existence shall begin shall be upon the date of filing of these Articles of Incorporation.

**ARTICLE X  
INDEMNIFICATION**

This Corporation shall, to the fullest extent permitted by the provisions of Florida law, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Laws, agreement, vote, of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

Articles of Incorporation  
Dand, Inc.  
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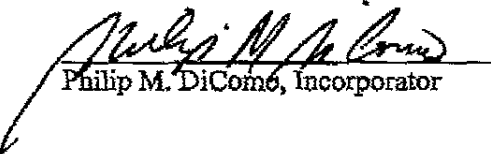
**ARTICLE XI  
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

**ARTICLE XIII  
BY-LAWS**

The By-Laws may be adopted, altered, amended, or replaced by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any By-Law adopted by shareholders if amendment or repeal by the Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24 day of August, 2007.

  
Philip M. DiComo, Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 and 48.091, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: Dand, Inc.
2. The name and address of the registered agent and office are:

Haile, Shaw & Pfaffenberger, P.A.  
660 U.S. Highway One, 3<sup>rd</sup> Floor  
North Palm Beach, FL 33408

  
Philip M. DiComo, Incorporator

Date: August 24, 2007

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, we hereby agree to act in this capacity and we further agree to comply with the provisions of all statutes relative to the proper and complete performance of our duties, and we accept the duties and obligations of Section 607.0505, Florida Statutes.

HAILE, SHAW & PFAFFENBERGER, P.A.

By:   
Philip M. DiComo

Date: August 24, 2007

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