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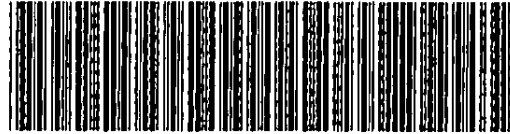
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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TALLAHASSEE, FLORIDA

OCT 25 2007

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Monday, October 22, 2007

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VIA FEDERAL EXPRESS

Florida Department of State  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Domestication of Dayton-Granger, Inc.  
Our File No. 11155.001

Dear Sir or Madam:

Dayton-Granger, Inc. is an Ohio corporation that is presently registered to do business in the State of Florida. So as to convert such Ohio corporation to a Florida corporation, enclosed please find for filing and processing:

- a. A fully executed Certificate of Domestication (original version and photocopy);
- b. Articles of Incorporation of Dayton-Granger, Inc. (original version and photocopy); and
- c. Application for Certificate of Withdrawal for Allen Business Organization (original version and photocopy).

Also enclosed are two checks for the following fees:

Certificate of Domestication and Certified Copy  
Articles of Incorporation and Certified Copy

\$58.75

\$78.75

October 22, 2007

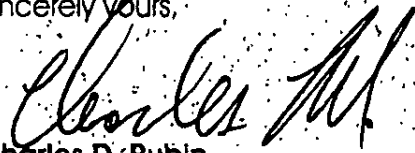
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Total to domesticate and file \$137.50

Application for Certificate of Withdrawal for Allen Business Organization \$35

If any additional documentation is required, please contact the undersigned. Thank you for your assistance.

Sincerely yours,



Charles D. Rubin

CDR/wp  
Enc.

cc: Gibbons Cline (w/ enc.)

# CERTIFICATE OF DOMESTICATION

The undersigned, Jay D. Cline, as President of DAYTON-GRANGER, INC., a foreign corporation, in accordance with Fla.Stats. §607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was August 23, 1945.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the State of Ohio.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was DAYTON-GRANGER, INC.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to Fla.Stats. §607.0202 and §607.0401 with this certificate is DAYTON-GRANGER, 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 Florida.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to Fla.Stats. §607.1801. \*\*

I, Jay D. Cline, of Ft. Lauderdale, Florida am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 22 day of October, 2007:

  
Jay D. Cline, President

\*\*The effective date of the domestication shall be November 1, 2007.

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**ARTICLES OF INCORPORATION OF DAYTON-GRANGER, INC.**

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

**ARTICLE I Name**

The name of the corporation is: DAYTON-GRANGER, INC.

**ARTICLE II Existence**

The corporation's existence (as a Florida corporation) shall commence on November 1, 2007. The corporation is a successor by domestication to DAYTON-GRANGER, INC., an Ohio corporation which was incorporated in the State of Ohio on August 23, 1945.

**ARTICLE III Purpose**

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

**ARTICLE IV Authorized Capital**

The corporation is authorized to issue 5,000 shares of common stock, with a par value of \$1.00 per share.

**ARTICLE V Address**

The address of the principal office of the corporation is 3299 SW 9th Avenue, Ft. Lauderdale, FL 33315-3026 and its mailing address is 3299 SW 9th Avenue, Ft. Lauderdale, FL 33315-3026.

**ARTICLE VI Registered Office and Agent**

The street address of the corporation's initial registered office is 3299 SW 9th Avenue, Ft. Lauderdale, FL 33315-3026. The name of the initial registered agent at such office is Gibbons D. Cline.

**ARTICLE VII Indemnification**

To the fullest extent authorized or permitted by the Act, the corporation shall indemnify, and advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he or she is or was a director or officer of the corporation or is or was serving at the request of the corporation as a director or officer of another corporation. Unless otherwise expressly prohibited by the Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he or she is or was an employee or agent of the corporation, or is or was serving at the request of the corporation as an employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Except for any person who is or was a director or officer of the corporation, or any person who is or was serving at the request of the corporation as a director or officer of another corporation, no employee or agent of the corporation may apply to any court for indemnification, or advancement of expenses, by the corporation.

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**ARTICLE VIII Incorporator**

The name and address of the incorporator of the corporation is GIBBONS D. CLINE, 3299 SW 9th-Avenue, Ft. Lauderdale, FL 33315-3026.

--oOo--

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of October, 2007:

  
GIBBONS D. CLINE

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation and states that it is familiar with, and accept, the obligations set forth in Sections 48.091(2) and 607.0505 of the Florida Statutes.

  
GIBBONS D. CLINE

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