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**MERGER OR SHARE EXCHANGE
DT OF SOUTHWEST FLORIDA, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Florida Statutes Section 607.1105.

FIRST: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
DT OF SOUTHWEST FLORIDA, INC.	Florida	<u>P13000097008</u>

SECOND: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u>
DAWNING TECHNOLOGIES, INC.	New York	885910

THIRD: The Plan of Merger is attached.

FOURTH: The merger shall become effective upon the filing of these Articles of Merger.

FIFTH: The Plan of Merger was adopted by the shareholders of the surviving corporation on the 26th day of December, 2013.

SIXTH: The Plan of Merger was adopted by the shareholders of the merging corporation on the 26th day of December, 2013.

DT OF SOUTHWEST FLORIDA, INC.,
a Florida corporation

DAWNING TECHNOLOGIES, INC., a
New York corporation

By: John Selmyer
John Selmyer, President

By: John Selmyer
John Selmyer, President

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PLAN OF MERGER

The following Plan of Merger is submitted in compliance with Section 607.1101, Florida Statutes, and in accordance with Section 907 of the Business Corporation Law of the State of New York, as part of a tax-free reorganization under Internal Revenue Code Section 368(a)(1)(F) to effect the mere change of the state of organization of the merging corporation to Florida.

FIRST: The name and jurisdiction of the surviving corporation: DT of Southwest Florida, Inc., a Florida corporation ("Surviving Entity").

SECOND: The name and jurisdiction of each merging corporation: Dawning Technologies, Inc., a New York corporation ("Merging Entity").

THIRD: The terms and conditions of the merger are as follows:

1. Merger. In accordance with the provisions of the New York General Corporation Law and the Florida Business Corporation Act, the Merging Entity, shall merge with and into DT of Southwest Florida, Inc. (the "Surviving Entity") (the "Merger"), the separate existence of the Merging Entity shall cease, and the Surviving Entity shall survive the Merger and continue to exist.

2. Effective Date. The Merger shall become effective as of the date of the filing of the Articles of Merger (the "Effective Date").

3. Effect of Merger. The Merger shall have the effect set forth in the Florida Business Corporation Act.

4. Surviving Shareholders. The Shareholders of the Surviving Entity as of the Effective Date shall remain the Shareholders of the Surviving Entity following the Effective Date.

5. Surviving Officers. The officers of the Surviving Entity, in office immediately prior to the Effective Date, shall continue to be the officers of the Surviving Entity after the Merger and shall hold office in accordance with the Bylaws of the Surviving Entity.

FOURTH:

A. The manner and basis of converting the shares of the merging party into shares of the Surviving Entity, in whole or in part, into cash or other property are as follows:

Immediately prior to the Effective Date, one hundred percent (100%) of the issued and outstanding shares of common stock of the Merging Entity, are owned by the same shareholder who owns one hundred percent (100%) of the issued and outstanding shares of common

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stock of the Surviving Entity. Upon the Effective Date, each share of common stock of the Merging Entity then outstanding shall be cancelled. Each share of common stock of the Surviving Entity that is outstanding immediately prior to the Effective Date shall continue to represent a share of common stock of the Surviving Entity following the Merger.

B. The manner and basis of converting rights to acquire the interest, shares, obligations or other securities of the merging party into rights to acquire the interests, shares, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property is as follows:

There are no authorized or outstanding rights to acquire interests, shares, obligations or other securities of the merging party. Therefore, there is no manner or basis of converting rights to acquire interests, shares, obligations or other securities of the merging party into rights to acquire interests, shares, obligations or other securities of the Surviving Entity, in whole or in part, into cash or other property.