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LAW OFFICES OF SCOTT P. GOLDKIN

435 S. RIDGEWOOD AVENUE • DAYTONA BEACH, FL 32114-4927 • (904) 238-0055 • FAX: (904) 255-4807

January 17, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32314

400001388174
-01/24/95--U1097--000
*****70.00 *****70.00

RE: Daytona Repower, Inc.

Gentlemen:

Enclosed please find the original Articles of Incorporation for the above corporation,
together with our check in the amount of \$70.00 to cover the following:

Filing Fee	35.00
Registered Agent	
Designation	<u>35.00</u>
Total \$	70.00

Please forward the certificate of incorporation with corporate charter number to this office.

Thank you for your usual cooperation.

Sincerely,

Scott P. Goldkin

Scott P. Goldkin

SPG:51

Enclosures (Corp. Art., Trust Check)

1/24/95

ARTICLES OF INCORPORATION
OF
DAYTONA REPOWER, INC.

FILED
\$5 JUN 23
ALL FLORIDA FILES

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I. NAME AND ADDRESS: The name and address of the corporation is: DAYTONA REPOWER, Inc., 434 N. Halifax Avenue, Suite 2, Daytona Beach, FL 32118.

ARTICLE II. TERM OF EXISTENCE: The period of its duration is perpetual.

ARTICLE III. GENERAL NATURE OF BUSINESS: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK: The corporation shall have authority to issue 100 shares, Common Stock, at \$1.00 par value.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE: The address of the initial registered office is: 434 N. Halifax Avenue, Suite 2, Daytona Beach, FL 32118, and the name of the initial registered agent at said address is: Bart A. Teracino.

ARTICLE VI. MANAGEMENT BY SHAREHOLDERS: The business of this corporation shall be managed by its shareholders rather than by a Board of

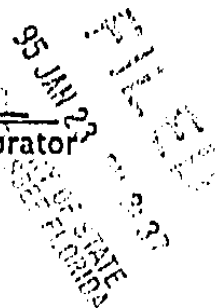
Directors. The shareholders reserve unto themselves the power to adopt, alter, amend, or repeal the by-laws of this corporation. In the management of the business of the corporation, the act of the shareholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders. Each shareholder shall be entitled to one vote in person or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person, or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VII. INCORPORATORS: The name and address of the
Incorporator is: Bart A. Teracino
 434 N. Halifax Avenue, Suite 2
 Daytona Beach, FL 32118

ARTICLE VIII. AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law and approved by the shareholders by a majority of the stock entitled to vote thereon, unless all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of January, 1995.


BART A. TERACINO, Incorporator

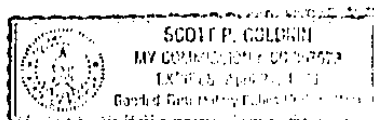


STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Instrument was acknowledged before me this 10th day of January, 1995, by BART A. TERACINO, who is personally known to me and who did take an oath.

NOTARY PUBLIC:

Sign Scott P. Goldin



The undersigned, having been named to accept service of process for the above stated corporation, at the place designated in Article V of the Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office.


BART A. TERACINO