

P97000045411

May 12, 1997

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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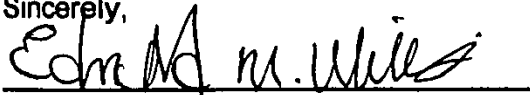
Re: DAYSTAR FINANCIAL, INC

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of DayStar Financial, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for 1 certified copies.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



EDMOND M WILLIAMS

2325 McMillan Street, Jacksonville, FL 32209

FILED
97 MAY 20 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 5/22/97

ARTICLES OF INCORPORATION
OF
DAYSTAR FINANCIAL, INC

FILED
97 MAY 20 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is DayStar Financial, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 2325 McMillan Street, Jacksonville, FL 32209.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

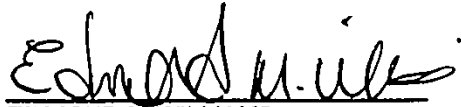
ARTICLE IV

The address of the initial registered office of the Corporation is 2325 McMillan Street, Jacksonville, Florida 32209, and the name of the Corporation's initial registered agent for service of process at such address is Edmond M. Williams.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
EDMOND M WILLIAMS, 2325 McMillan Street, Jacksonville, FL 32209.

IN WITNESS WHEREOF, I have hereunto set my hand this 18th day of
May, 1997.



EDMOND M WILLIAMS
2325 McMillan Street, Jacksonville, FL 32209

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: DayStar Financial, Inc.
2. The name of the registered agent and office is:

Edmond M. Williams
2325 McMillan Street, Jacksonville, Florida 32209

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Edmond M. Williams

DATE

May 18, 1997

FILED
97 MAY 20 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA