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CR2E031 (1-89)

## **Articles of Incorporation**

of

#### **DASCO Merger Corp.**

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I Name

The name of the corporation is DASCO Merger Corp.

# ARTICLE II Principal Office and Mailing Address

The address of the principal office of the corporation is 4805 Swann Avenue, Tampa, Florida 33609, and the mailing address of the corporation is the same.

## ARTICLE III Purposes

The purposes for which the corporation is organized are to engage in any lawful activity within the purposes for which a corporation may be organized under the Florida Business Corporation Act.

# ARTICLE IV Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is Seven Thousand Five Hundred (7,500) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

## ARTICLE V Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws. The number of directors constituting the initial Board of Directors shall be one (1). The name and address of the initial director is: David A. Straz, Jr., 4805 Swann Avenue, Tampa, Florida 33609.

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# ARTICLE V Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

## ARTICLE VI Registered Office and Agent

The address of the initial registered office of the corporation is Barnett Center, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 33940-3060, and the name of its initial registered agent at such address is Naples-Lawdock, Inc.

ARTICLE VII
Incorporator

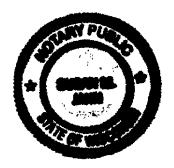
The name and address of the incorporator is Kenneth V. Hallett, Quarles & Brady LLP, 411 East Wisconsin Avenue, Milwaukee, Wisconsin 53202.

Executed this 13th day of November, 1998.

Kenneth V. Hallett

STATE OF WISCONSIN	)	
	)	SS
COUNTY OF MILWAINER	•	

The foregoing instrument was acknowledged before me this 13th day of November, 1998, by Kenneth V. Hallett, who is personally known to me and who did not take an oath.



Print Name: Susan M. Jahn

Title: Notary Public, State of Wisconsin

My commission expires: 10-30-02

## CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE FOR SERVICE OF PROCESS.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

1. That DASCO Merger Corp., desiring to organize under the laws of the State of Florida, has named Naples-Lawdock, Inc., located at Barnett Center, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 33940-3060, as its agent to accept service of process within Florida.

Kerneth V. Hallett, Incorporator Dated: November 13, 1998

2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

NAPLES-LAWDOCK, INC., Registered Agent

Assistant Secretary

Dated: November 13, 1998

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