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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.  
ALIVE BY NIGHT, INC.

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STATE DEPT OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE OF INCORPORATION  
ALIVE BY NIGHT, INC**

**THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION  
UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY  
ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:**

**ARTICLE ONE**

**THE NAME OF THE CORPORATION: Alive by Night, Inc.**

**ARTICLE TWO**

**THE DURATION OF THE CORPORATION IS PERPETUAL**

**ARTICLE THREE**

**THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED  
ARE: Real Estate**

**1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS  
CONNECTED WITH**

**2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH  
CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL  
CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS  
WHICH CAN, BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH  
OR AUXILIARY TO THE FOREGOING BUSINESS.**

**3. TO DO SUCH THINGS AS ARE INCIDENTAL TO THE FOREGOING OR  
NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.**

**ARTICLE FOUR**

**THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS  
AUTHORISED TO ISSUE IS 1000 SHARES. SUCH SHARES SHALL BE OF A  
SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00**

**ARTICLE FIVE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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THE STREET ADDRESS OF THE INITIAL REGISTERED AND PRINCIPAL  
OFFICE OF THE CORPORATION IS: 407 Lincoln Rd. #5B Miami Beach, Fl 33139  
AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS:  
Jenny Brito

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ARTICLE SIX

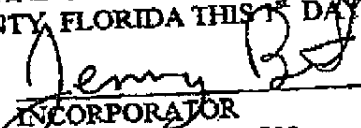
THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF  
DIRECTORS OF THE CORPORATION IS one(1) THE NAME AND ADDRESS OF  
EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF  
DIRECTORS:

PRESIDENT Jenny Brito 407 Lincoln Rd. #5B Miami Beach, Fl 33139  
SECRETARY:  
TREASURER:  
VICE-PRESIDENT:

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ARTICLE SEVEN

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS Jenny  
Brito 407 Lincoln Rd. #5B Miami Beach, Fl 33139 ARE OF, THE UNDERSIGNED  
HAS MADE AND SUBSCRIBED THESE ARTICLES OF INCORPORATION AT  
DADE COUNTY, FLORIDA THIS 1<sup>st</sup> DAY OF May 2002


  
INCORPORATOR  
Jenny Brito 090-46-3722  
STATE OF FLORIDA

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE  
ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,  
PERSONALLY APPEARED Jenny Brito KNOWN TO BE AND KNOWN BY ME TO  
BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF  
INCORPORATION, AND HE/SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE  
EXECUTED THOSE ARTICLES OF INCORPORATION.  
IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND  
COUNTY ABOVE, ON 1<sup>st</sup> DAY OF May 2002

NOTARY PUBLIC  
STATE OF FLORIDA  
COMMISSION EXPIRES

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

  
REGISTERED AGENT  
Jenny Brito 090-46-3722

STATE OF FLORIDA

BEFORE ME, A NOTARY PUBLIC AUTHORISED TO TAKE ACKNOWLEDGEMENT IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED Jenny Brito KNOWN TO BE AND KNOWN BY ME TO EXECUTE THE FOREGOING ACCEPTANCE BY REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THAT ACCEPTANCE ON 1<sup>st</sup> DAY OF May 2002

NOTARY PUBLIC  
STATE OF FLORIDA  
COMMISSION EXPIRES

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TALLAHASSEE FLORIDA