

F02000002535

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Midnight Productions, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Brian A. Sullivan

(Name of Person)

Werb & Sullivan

(Firm/Company)

300 Delaware Ave, 10th Floor

(Address)

P.O. Box 25046 Wilmington, DE 19899

(City/State and Zip code)

For further information concerning this matter, please call:

500005492305--2

-05/08/02--01060--003

*****70.00 *****70.00

Brian A. Sullivan

(Name of Person)

at (302) 652-1100

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

789/547/671

W02-14033
5/22/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 15, 2002

BRIAN A SULLIVAN
PO BOX 25046
WILLINGTON, DE 19899

SUBJECT: MIDNIGHT PRODUCTIONS, INC.
Ref. Number: W02000014033

We have received your document for MIDNIGHT PRODUCTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 202A00030927

FILED
02 MAY 20 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Midnight Productions, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4-9-02 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 321 S.W. 120th Ave Miami, FL 33184
(Principal office address)
- Same as above
(Current mailing address)
8. Resale commercial media advertising
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Joseph F. Tausch, IV
Office Address: 321 S.W. 120th Ave.
Miami, Florida 33184
(City) (Zip code)

FILED
02 MAY 20 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Joseph F. Tausch IV / JTB
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Joseph F. Tausch, IV.

Address: 321 S.W. 120th Ave
Miami, FL 33184

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Joseph F. Tausch, IV

Address: 321 S.W. 120th Ave
Miami, FL 33184

Vice President: _____

Address: _____

Secretary: Joseph F. Tausch, IV

Address: 321 S.W. 120th Ave, Miami FL 33184

Treasurer: Joseph F. Tausch, IV

Address: 321 S.W. 120th Ave, Miami, FL 33184

FILED
02 MAY 20 AM 8 55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Joseph F. Tausch, IV / by A.B.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph F. Tausch, IV, Sole Director / President
(Typed or printed name and capacity of person signing application)

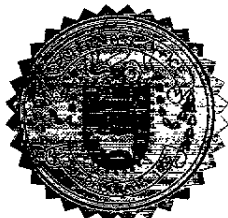
Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MIDNIGHT PRODUCTIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF MAY, A.D. 2002.

FILED
02 MAY 20 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3514651 8300

AUTHENTICATION: 1757242

020282454

DATE: 05-02-02