

F02000004572

Charter Number Only

8/29

Ronald J. Walters

Requestor's Name

1555 Heron Bay Blvd #216

Address

Coral Springs FL 33065

City

State

ZIP

Phone

603-0470C

VALIDATION ONLY

200007571102--6

-09/06/02--01051--004

****280.00 *****70.00

CORPORATION(S) NAME

Nocturnal Investment Co.

W0265033

521

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|--|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input checked="" type="checkbox"/> Other Foreign Corp. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP - 6 PM 2:03



Empire Toll Free: 1-800-432-3028

Name
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Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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02 AUG 30 AM 9:45

9-10-02



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 4, 2002

EMPIRE

SUBJECT: NOCTURNAL INVESTMENT CO.
Ref. Number: W02000025633

We have received your document for NOCTURNAL INVESTMENT CO. and your check(s) totaling \$360.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The check submitted must be made payable to the Secretary of State.

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) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 702A00051038

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DIVISION OF CORPORATIONS
02 SEP - 6 PM 2: 03

**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. NOCTURNAL INVESTMENT CO.
(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
(State or country under the law of which it is incorporated)
3. 22-3858595
(FEI number, if applicable)
4. AUGUST 26, 2002
(Date of incorporation)
5. PERPETUAL
(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. 11555 HERON BAY BLVD SUITE 200, CORAL SPRINGS, FL 33076
(Principal office address)

11555 HERON BAY BLVD SUITE 200, CORAL SPRINGS, FL 33076
(Current mailing address)
8. REAL ESTATE INVESTMENTS
(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: RONALD J WALTERS

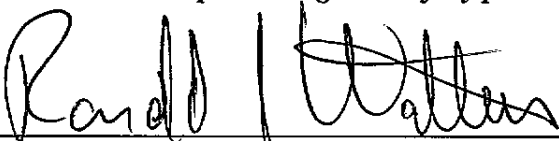
Office Address: 11555 HERON BAY BLVD SUITE 200

CORAL SPRINGS, Florida 33076
(City) (Zip code)

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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.


(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: RONALD J WALTERS

Address: 11555 HERON BAY BLVD SUITE 200

CORAL SPRINGS, FL 33076

Vice Chairman: N/A

Address: _____

Director: RONALD J WALTERS

Address: 11555 HERON BAY BLVD SUITE 200

CORAL SPRINGS, FL 33076

Director: N/A

Address: _____

B. OFFICERS

President: RONALD J WALTERS

Address: 11555 HERON BAY BLVD SUITE 200

CORAL SPRINGS, FL 33076

Vice President: RONALD J WALTERS

Address: 11555 HERON BAY BLVD SUITE 200

CORAL SPRINGS, FL 33076

Secretary: RONALD J WALTERS

Address: 11555 HERON BAY BLVD SUITE 200, CORAL SPRINGS, FL 33076

Treasurer: RONALD J WALTERS

Address: 11555 HERON BAY BLVD SUITE 200, CORAL SPRINGS, FL 33076

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

13. Ronald J Walters

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RONALD J WALTERS, CHAIRMAN

(Typed or printed name and capacity of person signing application)

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Delaware

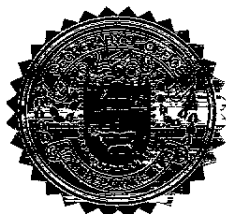
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NOCTURNAL INVESTMENT CO." 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 TWENTY-SEVENTH DAY OF AUGUST, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NOCTURNAL INVESTMENT CO." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3562193 8300

AUTHENTICATION: 1955616

020540529

DATE: 08-27-02