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ALBANY, NY

PATRICK H. NEALE

ATTORNEY AT LAW

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OFFICE
950 N. COLLIER BLVD., SUITE 411
MARCO ISLAND, FL 34145

January 26, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399


RE: Midnight, LLC

Dear Sir or Madam:

Enclosed please find the Articles of Organization for the above referenced Limited Liability Company. Also enclosed is a check in the amount of One Hundred Twenty Five Dollars (\$125.00) to cover filing fees and registered agent fees.

After filing, please return to this office. If you have any questions, please call.

Sincerely,



Patrick H. Neale
Enclosures (2)

cc: Vahan Antaramian

ARTICLES OF ORGANIZATION OF LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: Midnight, LLC.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: Vahan Antaramian, 1582 Biscayne Way, Marco Island, FL 34145.

ARTICLE III — Registered Agent and Registered Office

The name and the Florida street address of the initial registered agent are: Patrick H. Neale, Attorney at Law; 950 North Collier Blvd., Suite 411; Marco Island, FL 34145

ARTICLE IV — Management:

The Company is to be managed by the members.

ARTICLE V - Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 21 day of

January, 2003



Signature of authorized representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this certificate constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Vahan Antaramian

Typed or printed name of signee

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05 JAN 31 PM 1:51
TALLAHASSEE FLORIDA

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. I am familiar with and accept the obligations of my position as registered agent under Chapter 608, Florida Statutes.

(In accordance with section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Signature of Registered Agent

Patrick H. Neale
Typed or printed name of signee

Filing Fee: \$100.00 for Articles of Organization
 \$25.00 for Designation of Registered Agent