

TRANSMITTAL LETTER

P020000049006

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Midnight Holdings, Inc.
(Proposed corporate name - must include suffix)

300005451733--6
-05/06/02--01007--001
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of

ADDITIONAL COPY REQUIRED

FROM:

Jon D. Brown

Name (Printed or typed)

1020 E. Lafayette Street, Suite 206B

Address

Tallahassee, FL 32301

City, State & Zip

850.671.1230

Daytime Telephone number

NOTE: Please provide the original and one copy of the

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002 MAY -3 PM 3:33

FILED

APPROVED
AND
FILED
3/3

1

ARTICLES OF INCORPORATION
MIDNIGHT HOLDINGS, INC.

These Articles of Incorporation are made for the purpose of organizing a Florida For Profit Corporation under the Florida Business Corporation Act (Florida Statutes Chapter 607).

Article 1 – Name

The name of the corporation is Midnight Holdings, Inc. ("Company").

Article 2 – Mailing Address and Street Address

The Company's mailing address and street address is 1020 East Lafayette Street, Suite 206B, Tallahassee, Florida 32301.

Article 3 – Stock

The aggregate number of shares of stock which the corporation shall have authority to issue is 1,000,000 shares, each of which have no par value, and all of which shall be of one classification.

Article 4 – Registered Agent and Office

The name of the initial registered agent of the Company is Jon D. Brown. The street address of the initial registered agent of the Company is 1020 East Lafayette Street, Suite 206B, Tallahassee, Florida 32301.

Article 5 – Incorporator

The name of the incorporator of the Company is Jon D. Brown. The street address of the incorporator of the Company is 1020 East Lafayette Street, Suite 206B, Tallahassee, Florida 32301.

Article 6 – Duration

The Company shall have a perpetual existence.

Article 7 – Date of Existence of the Company

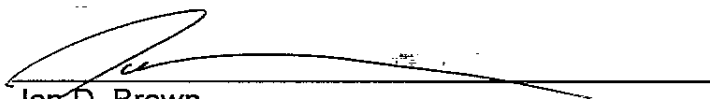
The existence of the Company shall commence on the date of filing the Articles of Incorporation with the Florida Department of State.

APPROVED
AND
FILED
MAY -3 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 8 – Business Purpose

The purpose for which the corporation is organized is any lawful business purpose.

The undersigned executed these Articles of Incorporation this 3rd day of May, 2002.


Jon D. Brown
Authorized Representative for Midnight Holdings, Inc.

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Jon D. Brown, for the purpose of lawfully executing these Articles of Incorporation, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this _____ day of May, 2002.

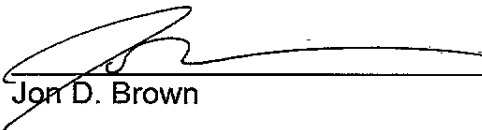
Notary Public
My commission expires:

MIDNIGHT HOLDINGS, INC.

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

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

Midnight Holdings, Inc., desiring to organize as a for profit corporation under the laws of the State of Florida, has designated 1020 East Lafayette Street, Suite 206B, Tallahassee, Florida 32301 as its initial Registered Office and has named Jon D. Brown, located at that address, as its initial Registered Agent.


Jon D. Brown

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY -3 PM 3:33

APPROVED
AND
FILED

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Midnight Holdings, Inc. at the place designated in its Articles of Incorporation, the undersigned, Jon D. Brown, agrees to act in this capacity, and is familiar with, and accepts the obligations provided for in, Section 607.0501, Florida Statutes.


Jon D. Brown

STATE OF FLORIDA
COUNTY OF LEON

The foregoing Acceptance Of Registered Agent for Midnight Holdings, Inc. was acknowledged before me this ____ day of May, 2002 by Jon D. Brown, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

Notary Public
My commission expires: