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Florida Department of State Division of Corporations

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	Division of Corporations Fax Number : (850)205-0381	UNET A	MAY
From		22	$\overline{\omega}$
	Account Name : EMPIRE CORPORATE KIT COMPANY	j <u> </u>	
	Account Number : 072450003255		¥
	Phone : (305)634-3694 Fax Number : (305)633-9696	Na IAI	12

FLORIDA PROFIT CORPORATION OR P.A.

in the dark, inc.

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HDZ000137240 ARTICLES OF INCORPORATION OF IN THE DARK, INC.



ARTICLE I

The name of the corporation is IN THE DARK, INC.

ARTICLE II

The corporation shall have perpetual existence unless sooner dissolved as provided by law.

ARTICLE III

The general nature of the business and the objects and purposes to be transacted by the corporation, and the powers and privileges to be exercised by it shall include any and all lawful business that is given to bodies corporate under the Statutes of the State of Florida, together with all rights, powers and privileges incident thereto.

ARTICLE IV

The capital stock of the corporation shall consist to Five Hundred (500) shares of common stock with no par value, which stock shall be paid for in cash, real or personal property or services which shall be fixed by the Board of Directors of said corporation, and the stock shall be issued on the value so fixed. All stock shall be fully paid for and non-assessable.

LAW OFFICE OF BELL & BELL Cumberland Building, Suite 601 800 E Broward Boulevard Fort Lauderdale, Florida 33301 (954) 524-8526

DOUGLAS R. 8ELL, ESQUIRE Florida Bar Nº 250351

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ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The street address of the initial principal office of this corporation is 6425 SW 45th Street, Suite A, Davie, Florida 33314. The street address of the registered office of this corporation is 800 East Broward Boulevard, Suite N^a 601, Fort Lauderdale, Florida 33301 and the name of the initial registered agent of this corporation is Douglas R. Bell.

ARTICLE VII

The corporation shall have one (1) director Initially. The number of directors may be either increased or diminished from time to time and their method of election shall be as stated in the by-laws of the corporation. The total number of directors shall never be less than one (1). The name and address of the Director/Officer of this corporation is: Clifton D. Bell, 3761 East Lake Estates Drive, Davie, Florida 33328.

ARTICLE VIII

The name and address of the incorporator and person signing these Articles of Incorporation is: Clifton D. Bell, 3761 East Lake Estates Drive, Davie, Florida 33328. The power to adopt, alter, amend or repeat the by-laws shall be vested in the Board of Directors and the shareholders.

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ARTICLE IX

Shares of the capital stock of this corporation shall be issued to the following people in the amount set opposite their name:

CLIFTON D. BELL	200 SHARES
CHERYL L. KINTZ	200 SHARES
ALICE R. BELL	100 SHARES

Shares held by the initial shareholder listed above may not be resold or otherwise shareholders transferred to other persons unless such are first offered to this corporation. The price and terms at which, and the time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE X

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE XI

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Board of Directors of this corporation.

ARTICLE XIII

The shareholders of this corporation shall not be entitled to remove any director from office during his term.

ARTICLE XIV

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE XV

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XVI

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation of IN THE DARK, INC., on this _______ day of May, 2002.

MAD PARA

STATE OF FLORIDA COUNTY OF BROWARD

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I HEREBY CERTIFY, that the foregoing instrument was acknowledged before me, this day, by CLIFTON D. BELL. He is (IP personally known to me) or (I has produced [type of identification produced] _______ as identification). WITNESS my hand and official seal in the county and state last aforesaid on this

<u>Oth</u> day of May, 2002. My Commission Expires:

10 mas 1 Will

Notary Public - State of Florida



A.,

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that IN THE DARK, INC., desiring to organize under the laws of the State of Florida, with its principal address as indicated in the Articles of Incorporation, at the City of Davie, County of Fort Lauderdale, State of Florida, has named Douglas R. Bell; located at 800 East Broward Boulevard, Suite N° 601, Fort Lauderdale, Florida 33301, as its agent to accept service of process in this state.

I HEREBY AGREE to act as agent for IN THE DARK, INC., to accept service of process within the State of Florida.

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FILED 02 NAY 13 PN 12: 33 SECRETARY OF STATE SECRETARY OF STATE

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