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**LAW OFFICES OF JUSTIN G. JOSEPH, P.A.**  
**ATTORNEYS AT LAW**

*Justin G. Joseph*  
*Christopher S. Kuhn*  
*Michael J. Brannigan*  
*Judson W. Calkins, Jr.*

1266 S. Pinellas Avenue  
Tarpon Springs, FL 34689  
Tel: 727-938-2227  
Fax: 727-938-8447

February 7, 2005

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

Re: Blue Night Development, Inc.

Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Blue Night Development, Inc.

Additionally, I am enclosing our firm check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent	
Designation	\$ <u>35.00</u>
<b>TOTAL</b>	<b>\$ 70.00</b>

Thank you for your assistance in this matter.

Very truly yours,



Karen H. Midkiff

KHM  
Enclosure(s)



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 17, 2005

LAW OFFICE OF JUSTIN G. JOSEPH, P.A.  
1266 S. PINELLAS AVENUE  
TARPON SPRINGS, FL 34689

SUBJECT: BLUE NIGHT DEVELOPMENT, INC.,  
Ref. Number: W05000008509

We have received your document for BLUE NIGHT DEVELOPMENT, INC.,. However, the document has not been filed and is being returned for the following:

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of 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) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

Letter Number: 405A00011471

05 FEB 25 AM 11:11

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ARTICLES OF INCORPORATION  
OF  
BLUE NIGHT DEVELOPMENT, INC.

FILED  
05 FEB 28 PM 4:13  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, LAURIE SETTLE, does hereby make, subscribe, acknowledge and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be BLUE NIGHT DEVELOPMENT, INC.

ARTICLE II

NATURE OF BUSINESS

The corporation is organized for the purpose of purchase, remodeling, management, and sale of real property and any other legal purposes, with its principal place of business at 1137 Breeze Drive, Largo, FL 33770, and mailing address shall be P.O. Box 8337, Seminole, FL 33775-8337.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of One Hundred (100) shares of common stock with par value of One Dollar (\$1.00).

The initial shareholders and amount of shares owned is as follows:

Fifty Percent (50%) of common stock to LAURIE SETTLE; and  
Fifty Percent (50%) of common stock to BRUCE W. SETTLE.

The 100 shares held by the initial stockholder as listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders or to this corporation.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered and corporate office of this corporation is 1137 Breeze Drive, Largo, FL 33770, and the name of the initial registered agent of this corporation at that address is LAURIE SETTLE.

ARTICLE VI

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VII

OFFICERS OF THE CORPORATION

There shall be no officers of the corporation.

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator to these Articles of Incorporation are:

  
LAURIE SETTLE

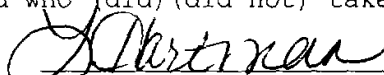
1137 Breeze Drive,  
Largo, FL 33770

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of February, 2005, by LAURIE SETTLE, who is personally known to me or who has produced ( ) a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; ( ) a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; ( ) a U.S. Military I.D.; ( ) a Canadian or Mexican Driver's License issued by an official agency; ( ) for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did) (did not) take an oath.



Lauren E. Hartman  
MY COMMISSION # DD239477 EXPIRES  
August 6, 2007  
BONDED THRU TROY FAIN INSURANCE INC.

  
Name: L. Hartman

Notary Public-State of Florida  
Commission No.:

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

BLUE NIGHT DEVELOPMENT, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of St. Petersburg, State of Florida, has named LAURIE SETTLE, whose address is 1137 Breeze Drive, Largo, FL 33770, as its agent to accept service of process within Florida.

SIGNATURE: Laurie Settle

TITLE: INCORPORATOR

DATE: \_\_\_\_\_

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Laurie Settle  
LAURIE SETTLE

2/18/05  
Date

FILED  
05 FEB 28 PM 4:13  
CLERK OF STATE  
TALLAHASSEE, FLORIDA