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2009 JAN 31 P 3:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-1-08
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McCabe & Samiljan, LLC
Attorneys At Law

Timothy P. McCabe
Steven T. Samiljan

30 South "M" Street, Lake Worth, Florida 33460, Phone: 561-969-3344 Fax 561-969-9698

January 28, 2008

Via Regular U.S. Mail

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

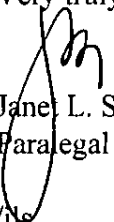
Re: RODEO MEDIANOCHE, INC. – NEW FILING
Our File No.: 1140

Dear Ladies\Gentlemen:

Enclosed please find Articles of Incorporation for the above referenced name along with our trust account check in the amount of \$78.75 representing your filing fee and a certified copy fee. A self addressed stamped envelope is enclosed for the return of the filing at your earliest opportunity.

If you have any questions, please contact me directly.

Very truly yours,


Janet L. Suarez
Paralegal

Encls.

**ARTICLES OF INCORPORATION
OF
RODEO MEDIANOCHE, INC.**

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2008 JAN 31 P 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: **Rodeo Medianoche, Inc.**

ARTICLE II

The street address of the principal office of the Corporation is: 11732 South Breeze Place, Wellington, FL 33449.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is: 30 South "M" Street, Lake Worth, Florida, 33460. The initial registered agent for the Corporation at that address is: Timothy P. McCabe.

ARTICLE V

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

Name

Address

Kimberly M. Valle, P, VP, S,T

11732 South Breeze Place
Wellington, Florida 33449

ARTICLE VI

The name and street address of the person signing these articles of incorporation is:

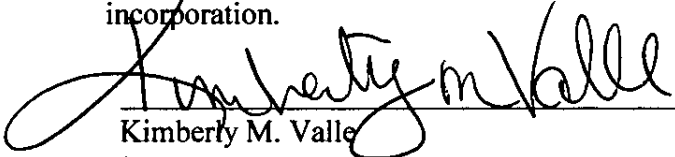
Name

Address

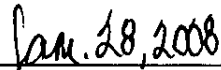
Kimberly M. Valle

11732 South Breeze Place
Wellington, FL 33449

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.



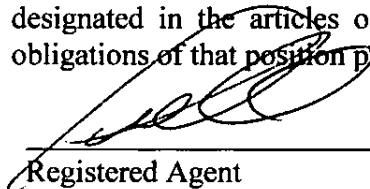
Kimberly M. Valle
Incorporator



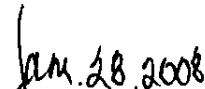
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **Rodeo Medianoche, Inc.** at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.



Registered Agent



Date

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

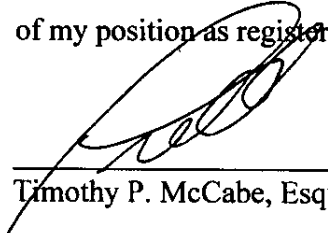
UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION,
ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Rodeo Medianoche, Inc.**
2. The name and address of the registered agent and office is:

Timothy P. McCabe
McCabe & Samiljan, LLC
30 South "M" Street
Lake Worth, Florida 33460

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Timothy P. McCabe, Esquire

January 28, 2008