

LAW OFFICES OF
JACOB E. COLGROVE

660 Ninth Street North, Suite 21
Naples, Florida 33940
813/261-8880

P9500014248

OF COUNSEL:
RONALD L. NAPIER, ESQ.

045.AC

February 7, 1995

CORPORATE RECORDS BUREAU
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

700001402417
-02/09/95--01132--006
*****70.00 *****70.00

Re: Incorporation of Eleventh Hour

Dear Sirs:

Appended hereto please find the properly prepared original Articles of Incorporation of Eleventh Hour, Inc., which I wish to have filed. I have also forwarded a copy of the original Articles such that you may return to me a time-stamped copy.

The cost of filing these Articles will be covered by my General Account draft which I have appended hereto and which has been made payable to the Florida Secretary of State in the total amount of Seventy (\$70.00) Dollars.

Please take the necessary steps to file these Articles at your earliest convenience. Once they have been properly filed, please return the time-stamped copy to me in the envelope which I have provided.

Thanking you for your consideration, I remain

Very truly yours,

Jacob E. Colgrove

JEC/drk

Encl:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 20 AM 8:44

789
615
671
W45-3221



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 13, 1995

JACOB E. COLGROVE, ESQ.
660 NINTH ST. N.
SUITE 21
NAPLES, FL 33940

SUBJECT: ELEVENTH HOUR, INC.
Ref. Number: W95000003221

We have received your document for ELEVENTH HOUR, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return 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 (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 995A00006202

ARTICLES OF INCORPORATION

OF

ELEVENTH HOUR, INC.

CORP.001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 20 AM 8:44

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, for the purpose of forming a corporation under The Florida General Corporation Act, Florida Statutes Section 607, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

This corporation shall be known as ELEVENTH HOUR, INC.

ARTICLE II - DURATION

The term of existence of this corporation is perpetual.

ARTICLE III - PURPOSE

This corporation may engage in, or transact the business of, musical entertainment and performance, and all business activities related thereto, as well as any and all other lawful business and/or activities for which corporations may be incorporated under the laws of the United States or America, The Florida General Corporation Act, the State of Florida, and/or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation has authority to issue and have outstanding at any time is Seven Thousand Five Hundred (7,500), all of which shall be common shares having a par value of One (\$1.00) Dollar each.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

AND PRINCIPAL OFFICE

The initial Registered Agent shall be JOHN DEPAUW and the street address of the initial registered office and the principal office of the corporation is 1801 Brantley Road, #208, Fort Myers, Florida, 33907, and I, the undersigned, JOHN DEPAUW, am familiar with, accept, and will faithfully perform my duties and responsibilities as agent for said corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share of the new offering at the price at which it is offered to others.

ARTICLE VII - SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of §1244 of the Internal Revenue Code and the regulations listed thereunder and the officers of the corporation shall take such actions as are necessary, proper, and appropriate to accomplish compliance with all applicable law. The stock of this corporation is further intended to qualify under the requirements of Subchapter S of the Internal Revenue Code and the regulations listed thereunder and the officers of the corporation shall take such actions as are necessary, proper, and appropriate to accomplish compliance with all applicable law.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have the following number of directors initially:

One (1)

JOHN DEPAUW
1801 Brantley Road, #208
Fort Myers, Florida 33907

The number of directors may be either increased or decreased from time to time through the appropriate changes in the By-Laws but the number of directors shall never be less than One (1) nor more than Three (3).

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is as follows:

JOHN DEPAUW
1801 Brantley Road, #208
Fort Myers, Florida 33907

IN WITNESS WHEREOF, I have set my hand in subscription of these Articles of Incorporation this 3 day of February, 19 95

John E. Depauw
JOHN DEPAUW

STATE OF FLORIDA :
COUNTY OF Lee : § §

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared JOHN DEPAUW who is personally known to me or who has produced his Florida Driver License Number S 100 4163 66 217, as identification, and who did not take an oath, and acknowledged that he is the incorporator of the foregoing Articles of Incorporation and that he subscribed the foregoing Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have set my hand and Official Seal this 3 day of

February, 1995.

Deborah Harrison
Signature of Notary

Deborah Harrison
Name of Notary Printed

CC 397430
Serial or Commission Number

8.3.98
My Commission Expires



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 20 AM 8:44

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Mail this card to all the people, businesses and publications who send you mail. For new addresses, tape an old address label over name and old address sections and complete new address. **COMPLETE ADDRESS PORTION ON FRONT OF FORM** with Name, Street Address, City, State and ZIP Code of household or business to whom you are mailing this card.

Your Print or Type—Last Name, First Name, Middle Name	Print or Type—Last Name, First Name, Middle Name
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<p>Fill in the following information to ensure that your check is properly processed. If you are mailing this card, please include a return address and phone number. If you are paying by check, please include your name, street address, and phone number. If you are paying by check, please include your name, street address, and phone number.</p>					
<p>Your Name</p> <p>Eleventh Hour Inc. and/or John C. Depaun</p>	<p>Print or Type—Last Name, First Name, Middle Initial</p>				
<p>Old Address</p> <p>No. and Street 1201 Brantley Rd. City and State Ft. Myers, FL</p>	<p>Ap./Suite No. 208</p>	<p>P.O. Box</p>	<p>P.D. No.</p>	<p>Phone Area No.</p>	
<p>New Address</p> <p>No. and Street 7141 Pinnacle Dr. City and State Ft. Myers, FL</p>	<p>Ap./Suite No. D-21</p>	<p>P.O. Box</p>	<p>P.D. No.</p>	<p>Phone Area No.</p>	
<p>Sign Here</p> <p>Signature John C. Depaun, President, Eleventh Hour Inc.</p>	<p>Date new address in effect 5/15/95</p>	<p>Keyfile No. (if any)</p>			

RECEIVED: Be sure to record the above new address in your address book at home or office.

6-16-95
Jm