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P95000032911

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
APR 12 1995

Re: Midnight Hour Productions, Inc.

Gentlemen:

95-1333

Enclosed please find a check in the amount of \$122.50 for the following costs for the above referenced corporation:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Certified Copy of Articles	\$52.50
Total	\$122.50

Also enclosed are one copy of the Articles of Incorporation for the above referenced corporation, along with a designation and acceptance of Resident Agent. Please file the original Articles and return the certified copy to this office.

Thank you for your prompt attention to the above.

Very truly yours,



Russell E. Carlisle

REC:jh
Enclosures

RECEIVED APR 27 1995

ARTICLES OF INCORPORATION

OF

MIDNIGHT HOUR PRODUCTIONS, INC.

The undersigned Incorporator(s) hereby execute these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is MIDNIGHT HOUR PRODUCTIONS, INC.,

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, having a nominal or par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial principal office of this corporation in the State of Florida is: 415 S. E. 12 Street
Fort Lauderdale, Florida 33316

The Board of Directors may from time to time move the office to any other address in Florida.

ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is: Russell E. Carlisle and his address is: 415 S. E. 12 Street, Fort Lauderdale, Florida 33316.

ARTICLE VII. DIRECTORS

The corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders but shall never be less than one. The name and address of the initial Director of this corporation: Christopher J. Carlisle, 415 S. E. 12 Street, Fort Lauderdale, Florida 33316.

FILED
JAN 24 1963
CLERK OF DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

ARTICLE VIII. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

ARTICLE IX. PRE-EMPTIVE RIGHTS

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 X. INCORPORATORS(S)

The name and address of the person signing these Articles: Christopher J. Carlisle, 415 S. E. 12 Street, Fort Lauderdale, Florida 33316.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 13 day of April, 1995.



CHRISTOPHER J. CARLISLE

STATE OF FLORIDA)
COUNTY OF BROWARD)

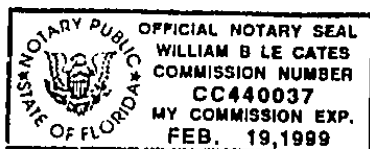
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared CHRISTOPHER J. CARLISLE to me known to be the person described in as Incorporator of or has produced FLORIDA DRIVER LICENSE identification and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 13th day of April, 1995.

My Commission Expires: 2/19/99


Notary Public

WILLIAM B. LECATES
Please Print Name of Notary



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

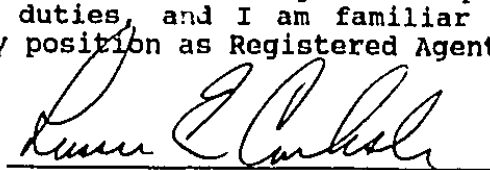
Pursuant to the provisions of section 607.0501, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits, the following statement in designating the registered officer/registered agent, in the State of Florida.

- 1) The name of the corporation is Midnight Hour Productions, Inc.
- 2) The name and address of the registered agent is:

Russell E. Carlisle
415 S. E. 12 Street
Fort Lauderdale, Florida 33316

Signature of Corporate officer 
Title: Incorporator
Date: 1/13/95

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby 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.

Signature of Resident Agent 
Date: 4/13/95

FILED
MAR 24 1995
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
NORTH DAVENPORT, FLORIDA