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TO: DIVISION OF CORPORATIONS FROM: CORPORATE CREATIONS INTERNATIONAL INC
DEPARTMENT OF STATE 401 OCEAN DR
STATE OF FLORIDA SUITE 312
409 EAST GAINES STREET MIAMI BEACH FL 33139-0000
TALLAHASSEE, FL 32399 CONTACT: JOHNNY C RODRIGUEZ
FAX: (904) 922-4000 PHONE: (305) 672-0686
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: LATE NIX, INC.
FAX AUDIT NUMBER: H95000009281 CURRENT STATUS: REQUESTED
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7/5/92



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

August 22, 1995

CORPORATE CREATIONS INTERNATIONAL INC.

MIAMI BEACH, FL

SUBJECT: LATE NITE, INC.
REF: W95000016952

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The designation of the registered agent must be at a Florida street address.

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) 487-6934.

Loris Poole
Corporate Specialist

FAX Aud. #: H95000009281
Letter Number: 695A00039292

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

H95000009281

Articles of Incorporation
of
Late Night, Inc.

Article I. Name

The name of this Florida corporation is:
Late Night, Inc.

Article II. Address

The mailing address of the Corporation is:

Late Night, Inc.
120 SW 3rd Avenue
Ft. Lauderdale FL 33312

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Norman Kent
Law Offices of Norman Kent, P.A.
805 East Broward Blvd., Suite 300
Ft. Lauderdale FL 33301

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Norman Kent FL Bar Member 271969
Law Offices of Norman Kent, P.A.
805 East Broward Blvd., Suite 300
Ft. Lauderdale FL 33301
305-763-1900 • Fax

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

John Manzi

Article VI. Incorporator

The name and address of the incorporator is:

Norman Kent
Law Offices of Norman Kent, P.A.
805 East Broward Blvd., Suite 300
Ft. Lauderdale FL 33301

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of August 22, 1995

The authorized representative of the incorporator executed these Articles of Incorporation on August 22, 1995


Norman Kent

by Joseph P. Mata as attorney-in-fact

H95000009281

Norman Kent FL Bar Member 271969
Law Offices of Norman Kent, P.A.
805 East Broward Blvd., Suite 300
Ft. Lauderdale FL 33301
305-763-1900 • Fax

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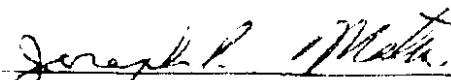
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Late Night, Inc.

REGISTERED AGENT:
Norman Kent
Law Offices of Norman Kent, P.A.
805 East Broward Blvd., Suite 300
Ft. Lauderdale FL 33301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Norman Kent
By: Joseph P. Mata

Date: August 22, 1995

Norman Kent FL Bar Member 271969
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