

TRANSMITTAL LETTER

P9600000 9578

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

ES00000170018115
\$143970.00 044470.00

SUBJECT: After Dark Entertainment, Inc.

(Proposed corporate name - must include suffix)

ES00000170018115
-01/30/96--01028--010
\$444470.00 444470.00

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 \$78.75 \$122.50 \$131.25

Mr. Eric Goldstein
FROM: _____
Name (printed or typed)
8910 N. Dale Mabry Hwy Suite #33
Address
Tampa, FL 33614
City, State & Zip
(813) 631-9131
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 JAN 29 AM 9:12

FILED

NOTE: Please provide the original and one copy of the articles.

SMH
1/31/96

ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

After Dark Entertainment, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8910 N. Dale Mabry Hwy.
Suite #33
Tampa, FL 33614

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES OF NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mr. Eric Goldstein
8910 N. Dale Mabry Hwy.
Suite #33
Tampa, FL 33614

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

PRESIDENT & C.E.O.:

Mr. Eric Goldstein
8910 N. Dale Mabry Hwy
Suite #33
Tampa, FL 33614

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

19 day of January , 1996 .


Eric Goldstein Signature

Signature

Signature

**Articles of Incorporation
Filing Fee - \$35**

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, 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: After Dark Entertainment, Inc.

2. The name and address of the registered agent and office is:

Mr. Eric Goldstein _____
(Name)
8910 N. Dale MABRY Hwy Suite #33 _____
(P.O. Box not acceptable)
Tampa, FL 33614 _____
(City/State/Zip)

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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)

1/19/96

MR. ERIC GOLDSTEIN
REGISTERED AGENT