

000 HAYS STREET
SUITE 1000
901-567-0000
901-567-0000

0-42-0 86

P96000051757



PRENTICE HALL
TELE & BUSINESS SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 989738 123514A

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : June 17, 1996

ORDER TIME : 12:16 PM

ORDER NO. : 989738 3000001863993

CUSTOMER NO: 123514A

CUSTOMER: John D. Galluzzo, P.a.
JOHN D. GALLUZZO, P.A.

P. O. Box 300427

Fern Park, FL 32730

DOMESTIC FILING

NAME: NIGHT OUT, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

625.502.672
WAL - 12876

SEARCHED
INDEXED
SERIALIZED
FILED
JUN 17 1996
U.S. PATENT AND TRADEMARK OFFICE
CPT 6018196



FLORIDA DEPARTMENT OF STATE
Sandra B. Martham
Secretary of State

65 JUN 17 1996

June 17, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: NIGHT OUT, INC.
Ref. Number: W96000012876

RESUBMIT

Please give original
submission date as file date.

We have received your document for NIGHT OUT, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 096A00030036

RECEIVED
FLORIDA
DEPARTMENT OF STATE
JUN 17 1996
AM: 15

EFFECTIVE DATE
6/14/96

ARTICLES OF INCORPORATION

OF
VALEN V.R., INC.

6/14/96 11:11:55

ARTICLE I. CORPORATE NAME.

The name of this corporation is: VALEN V.R., INC.

ARTICLE II. NATURE, PRINCIPAL PLACE OF BUSINESS AND POWERS.

The principal office is 274 Wilshire Boulevard, Suite 274, Casselberry, Florida 32707 and the general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 200 shares of common stock with a par value of (\$1.00) One Dollar and 00/100.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence commencing upon the 14th day of June, 1996.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Mr. Roberto Garcia Orta
274 Wilshire Boulevard
Suite 274
Casselberry, Florida 32707

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

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaw adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTOR.

The name and initial director of this Corporation and her street address is:

Mr. Roberto Garcia Orta
274 Wilshire Boulevard
Suite 274
Casselberry, Florida 32707

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

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

Mr. Roberto Garcia Orta
274 Wilshire Boulevard
Suite 274
Casselberry, Florida 32707

ARTICLE IX. AMENDMENT.

The 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, has hereunto set her hand and seal for the purpose of forming this Corporation under the laws of the State of Florida and does hereby make, subscribe, acknowledge and file in the Office of the Secretary of State of the State of Florida these Articles of Incorporation and certifies that the facts herein stated are true, all this 11 day of June, 1996.

Roberto Garcia Orta
ROBERTO GARCIA ORTA
Incorporator

STATE OF OKLAHOMA
COUNTY OF JACKSON

BEFORE ME the undersigned authority personally appeared ROBERTO GARCIA ORTA, who is personally known to me or who produced his driver's license as identification, and to me well known and well known to me to be the person named herein and who executed the foregoing instrument and who did take an oath.

DATED this 11 day of June, 1996.

Kimberly Ann Thornton
Printed Name: Kimberly Ann Thornton
NOTARY PUBLIC
My commission expires: 4-1-2000

ACKNOWLEDGMENT

Having been named to accept service of process of the Corporation known as VALEN V.R., INC. , at the place designated in the Articles of Incorporation certificate, the undersigned agrees to act in this capacity as the registered agent, and agrees to comply with the provisions of Florida Law relative to keeping the designated office open.

REGISTERED AGENT:

Roberto Garcia Orta
ROBERTO GARCIA ORTA

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FILED
JULY 1 1996
CLERK'S OFFICE
STATE OF OKLAHOMA