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Thomas P. Hall, P.A.

Attorney and Counselor at Law

THOMAS P. HALL
BOARD CERTIFIED IN TAX

March 13, 1997

3443-D TAMiami TRAIL
PORT CHARLOTTE, FLORIDA 33952-8101

TELEPHONE (941) 627-0003

Secretary of State
STATE OF FLORIDA
The Capitol
Tallahassee, FL 32304

BOOK 0021241001-11
-03/25/97--01003--0002
****122.50 ****122.50

RE: NIGHT OWL ENTERPRISES, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation as to the above referenced corporation. If the Articles of Incorporation meet with your approval, I would appreciate your filing the same with the State of Florida and forwarding a certified copy to me at your earliest convenience.

Also enclosed, please find a check in the amount of \$122.50 which represents filing and certification fees.

Should you have any questions as to the above, please do not hesitate to contact me.

Sincerely,

THOMAS P. HALL, P.A.

Thomas P. Hall
Thomas P. Hall
Attorney at Law

cn
Enclosures

cc: William C. Moyle, Jr.
President

625-
W97-7246

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

FILED
STATE
97 APR -3 11:41

March 28, 1997

THOMAS P. HALL, P.A.
3443-D TAMiami TRAIL
PORT CHARLOTTE, FL 33952-8101

SUBJECT: NIGHT OWL ENTERPRISES, INC.
Ref. Number: W97000007246

We have received your document for NIGHT OWL ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 397A00015820

April 1, 1997:

Dear Ms. Golden:

These Articles for Night Owl were mailed in the normal mail on Friday March 14th. Our mistake, we should have sent them by expedited. Normally, if our mail goes the first part of the week we don't seem to have any problems, however, if it goes over a weekend, it sometimes is slower than "pony express". Thank you.

Thomas P. Hall, P.A.

ARTICLES OF INCORPORATION
OF
NIGHT OWL ENTERPRISES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -3 AM 11:41

The undersigned adopts these articles of incorporation for purposes of forming a corporation under the Florida Business Corporation Act:

ARTICLE ONE
NAME OF CORPORATION

The name of this corporation is: NIGHT OWL ENTERPRISES, INC.

ARTICLE TWO
ADDRESS

The corporation's principal offices are located at 2313 Dover Ave., Fort Myers, FL 33907-4218, which also serves as its mailing address.

ARTICLE THREE
PURPOSE

This corporation is established for any lawful purpose or purposes.

ARTICLE FOUR
COMMENCEMENT OF CORPORATE EXISTENCE

As permitted by section 607.0203 of the Florida Business Corporation Act, the existence of this corporation will commence on the date of receipt and acceptance by the Florida Department of State.

ARTICLE FIVE
CORPORATE STOCK

This corporation is authorized to issue 1,000 shares of voting common stock.

ARTICLE SIX
REGISTERED AGENT

The street address of the initial registered office of the corporation is 3443D Tamiami Trail, Port Charlotte, Florida 33952 and the name of its initial registered agent at such address is Thomas P. Hall.

ARTICLE SEVEN
DIRECTORS

The name and address of the sole director of this corporation is:

NAME:

ADDRESS:

William C. Moyle, Jr.

2313 Dover Ave
Fort Myers, FL 33907-4218

The bylaws of the corporation will specify the number of directors that this corporation will have.

ARTICLE EIGHT
INCORPORATORS

The name and address of the sole incorporator is:

NAME:

ADDRESS:

William C. Moyle, Jr.

2313 Dover Ave
Fort Myers, FL 33907-4218

ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 13th day of March, 1997.

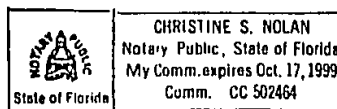
William C. Moyle Jr.
William C. Moyle, Jr.
Incorporator

STATE OF FLORIDA)
)
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 13th day of March, 1997, by William C. Moyle, Jr.. He has produced his Florida driver's license as identification and did not take an oath.

Christine S. Nolan
Christine S. Nolan
Notary Public - State of Florida
Commission No.: CC502464

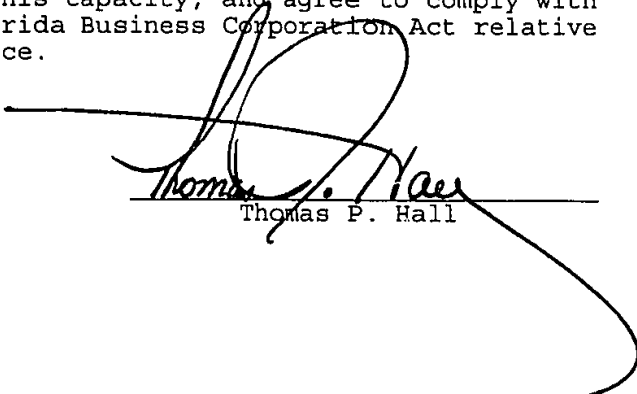
My Commission Expires: 10/17/99



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -3 AM 11:41

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN named to accept service of process for the above stated corporation, the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.


Thomas P. Hall