

P97000054971

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 23 AM 11:59

May 15, 1997

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

SUBJECT: Nitescapes, Inc.-----

Enclosed please find an original and 1 copy of the articles of incorporation for the above corporation and our filing fee of \$70.00. The person to call with questions and to address the acknowledgement to is;

Gregory E. Matovina
2955 Hartley Road, Suite 106A
Jacksonville, Florida 32257
904-292-0778

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*****70.00 *****70.00

Thank you in advance for your assistance.

Very truly yours,



Bryan R. White

W97-12022

RP
6-23-97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 22, 1997

GREGORY E. MATOVINA
2955 HARTLEY RD., STE. 106A
JACKSONVILLE, FL 32257

SUBJECT: NITESCAPES, INC.
Ref. Number: W97000012022

We have received your document for NITESCAPES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 597A00027847

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ARTICLES OF INCORPORATION OF
NITESCAPES 3-D, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be Nitescapes 3-D, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address shall be 1764 Greenridge Circle East, Jacksonville, FL 32259.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 of no par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Bryan R. White, 1764 Greenridge Circle East, Jacksonville, FL 32259.

ARTICLE V BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is one, and the name(s) of the person(s) who is/are to serve as director(s) until the first annual meeting of the shareholder(s) or until successors are elected and qualified is Bryan R. White having an address at 1764 Greenridge Circle East, Jacksonville, FL 32259.

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Bryan R. White, whose address is 1764 Greenridge Circle

East, Jacksonville, FL 32259.

The undersigned has executed these Articles of Incorporation this day 20th of JUNE, 1997.

INCORPORATOR

Bryan R. White
BRYAN R. WHITE

REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for the above corporation.

Bryan R. White
BRYAN R. WHITE

Sworn to and subscribed before me this 20th day of June, 1997.

Lisa A. Drury
NOTARY PUBLIC

My Commission Expires _____



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: Nitescapes 3-D, Inc.

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

Bryan R. White

(Name)

1764 Greenridge Circle East

(P.O. Box not acceptable)

Jacksonville, FL 32259

(City/State/Zip)

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CLERK OF COURT
JULY 1 1997

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.

Bryan R. White
(Signature)