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ACCOUNT NO. : 072100000032

REFERENCE: 459314 80329A

AUTHORIZATION:

COST LIMIT : \$ PRE PAID

ORDER DATE: July 11, 1997

ORDER TIME: 11:30 AM

ORDER NO. : 459314-005

CUSTOMER NO: 80329A

CUSTOMER: Ms. Barbie Adams

CHARLES S. ISLER & ASSOCIATES,

P.A.

P. O. Box 430

Panama City, FL 32402-0430

DOMESTIC FILING

NAME: NIGHT MOVIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

RECEIVED
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IVISION OF CURPORATION

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ARTICLES OF INCORPORATION

OF

NIGHT MOVIES, INC.



The undersigned incorporator James Robert Shook, Jr. hereby forms NIGHT MOVIES, INC., a Florida General Corporation Act and other laws of the State of Florida.

- 1. NAME OF CORPORATION AND INITIAL ADDRESS: The name of this corporation shall be NIGHT MOVIES, INC. and its address is 8001 Front Beach Road, Panama City Beach, Florida 32408.
- 2. TERM OF EXISTENCE: This corporation shall exist perpetually unless dissolved according to law.
- 3. <u>GENERAL PURPOSE</u>: This corporation may transact any or all lawful business for which corporations may be incorporated under the laws of the State of Florida and shall have those general powers conferred upon corporations under the laws of the State of Florida.
- 4. <u>CAPITAL STOCK</u>: The aggregate number of shares of capital stock which this corporation is authorized to issue is One Thousand (1,000) par value of One Dollar (\$1.00) per share.
- 5. REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office of this corporation in the State of Florida is 116 Woodlawn Drive, Panama City Beach, Florida 32407. The initial registered agent for this corporation at its registered office is Emma Phelps-Lackey. The Board of Directors

shall have the power to establish branch offices, and to move the registered office of the corporation to any other address in Florida. The principal office of the corporation shall be 8001 Front Beach Road, Panama City Beach, Florida 32408.

- 6. <u>BOARD OF DIRECTORS</u>: The number of directors of the initial Board of Directors of this corporation is One (1). The names and addresses of the members of the initial Board of Directors of this corporation are as follows:
- James Robert Shook, Jr.

 1096 #1 Peadmont Avenue Northeast 865 Estuary Drie, NW
 Atlanta, Georgia 30309 Acworth, 6A 30101
- 7. <u>INCORPORATOR</u>: The following is the name and address of the incorporator of this corporation:
- James Robert Shook, Jr.

 1986-#1 Peadmont Avenue Northeast
 Achorta, Georgia 30309

 Achorta, Georgia 30309

 Achorta, Georgia 30309

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Acward, 1997.

on this 3 day of June, 1997.

July

James Robert Shook, Jr.

Incorporator

STATE OF Lengion COUNTY OF Marian

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared James Robert Shook, Jr. to me known and known to me to be the person described as incorporator and who signed these Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 3 day of June, 1997.

[Y Who is personally known by me.]
[Y Who produced GA DAWANG FICAMENT
102510 1586

as identification.

George W CRONIC

(Print Name)

Notary Public

My Commission Expires:

Commission #: malian Co.

(Notary Seal)

CERTIFICATE OF DESIGNATION OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING NIGHT MOVIES, INC.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That NIGHT MOVIES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in Articles of Incorporation, Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process in this Certificate, the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Emma Chulps - Lackey
116 Woodlawn Drive

Panama City Beach, FL 32407

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TALLANASCERFICATOR