

9/25/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:12 AM

P97000083119

((H97000015943 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: GOOD NIGHT, INC.

AUDIT NUMBER.....H97000015943

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:23:36

FILED
97 SEP 25 PM 12:54
TALLAHASSEE, FLORIDA

B. McKinnis SEP 25 1997

447000015943

ARTICLES OF INCORPORATION
OF
GOOD NIGHT, INC.

The undersigned hereby agree(s) to organize a corporation under the laws of the State of Florida, with the following Articles of Incorporation.

ARTICLE I
NAME

The corporate name shall be:

GOOD NIGHT, INC.

ARTICLE II
EXISTENCE

The corporation shall have perpetual existence.

ARTICLE III
PURPOSE

The corporate purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

ARTICLE IV
AUTHORIZED CAPITAL STOCK

The amount of capital stock authorized is five thousand (5,000) shares with no par value.

THIS DOCUMENT WAS PREPARED BY:
DOUGLAS D. STRATTON, ESQ.
Florida Bar No. 240966
407 Lincoln Road, Suite 2A
Miami Beach, Florida 33139
(305) 672-7772

FILED
97 SEP 25 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

447000015943

H97000015943

ARTICLE V
PRINCIPAL OFFICE

The post office address of the principal office of the corporation is: 4011 North Meridian Avenue, No. 41, Miami Beach, Florida, 33140, or at any other location that the Board of Directors chooses to designate.

ARTICLE VI
INITIAL REGISTERED AGENT

The initial Registered Agent of the corporation is:

DOUGLAS D. STRATTON, ESQ., and the street address of the registered office is:
407 Lincoln Road, Suite 2A, Miami Beach, Florida, 33139.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name(s) and address(es) of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified shall be:

NAMES

MICHELLE CHILDS

DAVID WALLACK

ADDRESSES

4011 North Meridian Avenue, No. 41
Miami Beach, Florida 33140

900 Ocean Drive
Miami Beach, Florida 33139

H97000015943

447000015943

ARTICLE VIII
POWERS OF DIRECTOR(S)

The Director(s) shall exercise all powers conferred by law.

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any and all of its directors or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

ARTICLE X
AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

ARTICLE XI
INCORPORATOR

The name(s) and address(es) of the Incorporator(s) of the corporation is/are as follows:

NAMES

MICHELLE CHILDS

ADDRESSES


**4011 North Meridian Avenue, No. 41
Miami Beach, Florida 33140**

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the

447000015943

447000015943

corporation, has executed these Articles of Incorporation this 25 day of Sept, 1997.

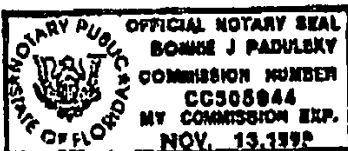

MICHELLE CHILDS
Incorporator

STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MICHELLE CHILDS, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforementioned this 25 day of September, 1997.


NOTARY PUBLIC
State of Florida



Bonnie J. Padulsky
Print, type of stamp Commissioned
Name of Notary Public

Personally known _____ or produced Identification License Type of Identification Produced

My Commission Expires:

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and

447000015943

497000015943

agree to comply with the provisions in Chapter 48.091, Florida Statutes, relative to keeping open
said office.



DOUGLAS D. STRATTON
REGISTERED AGENT
Florida Bar No. 240966

FILED
97 SEP 25 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

497000015943