

P98000038621



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 798558 8938A

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 70.00

ORDER DATE : April 28, 1998

ORDER TIME : 1:44 PM

ORDER NO. : 798558-005

CUSTOMER NO: 8938A

CUSTOMER: Sheila Harris, Legal Assistant
ROBERT L. SHEAR, ESQ

2790 Sunset Point Road

Clearwater, FL 33759

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 28 AM 9:46

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DOMESTIC FILING

NAME: NIGHTMOVES MAGAZINE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY

XX PLAIN STAMPED COPY

 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

DIVISION OF
CORPORATION

98 APR 28 PM 4:05

RECEIVED

8/9/98

FILED
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DIVISION OF CORPORATIONS
98 APR 28 AM 9:46

ARTICLES OF INCORPORATION
OF
NIGHTMOVES MAGAZINE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NIGHTMOVES MAGAZINE, INC.

The address of the principal office of this corporation shall be 4619 North Hesperides Avenue, Suite F, Tampa, Florida 33614, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2790 Sunset Point Road, Clearwater, Florida 33759, and the name of the initial registered agent of the corporation at that address is Robert L. Shear.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

| | |
|------------------------|--|
| Paul A. Cianci Dir. | Post Office Box 492, Palm Harbor, Florida 34682 |
|------------------------|--|

| | |
|----------------------|---------------|
| Norma Fucito Dir. | Same As Above |
|----------------------|---------------|

| | |
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| Paul Cianci Dir. | Same As Above |
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ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

| | |
|----------------|----------------------------|
| Paul A. Cianci | Post Office Box 492, |
| Pres. | Palm Harbor, Florida 34682 |
| Norma Fucito | Same As Above |
| Sec: | |

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 28, 1998.

CORPORATION SERVICE COMPANY

By: 
Its Agent, Karen B. Rozar

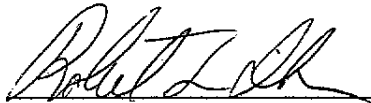
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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

ROBERT L. SHEAR, An individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of

NIGHTMOVES MAGAZINE, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Name: ROBERT L. SHEAR

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