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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~██████████~~ *Greg*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: MIDKNIGHT TECHNOLOGIES, INC.

AUDIT NUMBER.....H98000014385

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

CERT. OF STATUS..1

PAGES.....4

CERT. COPIES.....0

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Midknight Technologies, Inc.

Article II. Address

The mailing address of the Corporation is:
Midknight Technologies, Inc.
27625 Lincoln Place
Zephyrhills FL 33544

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Bradley J. Herrington
27625 Lincoln Place
Zephyrhills FL 33544

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Bradley J. Herrington

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Timothy G. Hayes | FL Bar Member 356476
Timothy G. Hayes & Associates, P.A.
Lakeview Professional Center
21859 State Road 54, Suite 200
Lutz FL 33549
813-949-6525
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Timothy G. Hayes
Timothy G. Hayes & Associates, P.A.
Lakeview Professional Center
21859 State Road 54, Suite 200
Lutz FL 33549

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 4, 1998.

The undersigned incorporator executed these Articles of Incorporation on August 4, 1998.



TIMOTHY G. HAYES
by G.K. Kuroda as attorney-in-fact

Timothy G. Hayes | FL Bar Member 356476
Timothy G. Hayes & Associates, P.A.
Lakeview Professional Center
21859 State Road 54, Suite 200
Lutz FL 33549
813-949-6525
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Midknight Technologies, Inc.

REGISTERED AGENT/OFFICE:

**Bradley J. Herrington
27625 Lincoln Place
Zephyrhills FL 33544**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


BRADLEY J. HERRINGTON
by G.K. Kuroda as attorney-in-fact

Date: August 4, 1998.

**Timothy G. Hayes | FL Bar Member 356476
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