

PD/0000002/53



THE UNITED STATES  
CORPORATION  
COMPANY

FILED

00 DEC 21 PM 4: 18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 938234 7232726

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 70.00

ORDER DATE : December 19, 2000

300003511193--6

ORDER TIME : 2:25 PM

ORDER NO. : 938234-010

CUSTOMER NO: 7232726

CUSTOMER: Mr. Michael E. Segal  
Mr. Michael E. Segal

1688 West Ave.  
Suite 307  
Miami Beach, FL 33139

DOMESTIC FILING

NAME: MSKW INTERIOR DESIGN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS: *At 1/5/01*

2545  
6200-29932

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 22, 2000

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: MSKW INTERIOR DESIGN, INC.  
Ref. Number: W00000029932

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for MSKW INTERIOR DESIGN, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 900A00064149

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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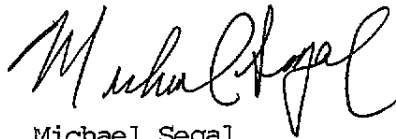
1/4/01

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida  
32301

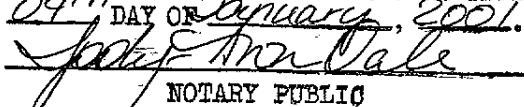
To whom it may concern:

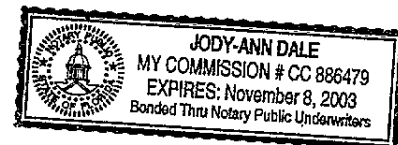
We, Michael Segal and Kent Walton, have dissolved the company  
"MSKW Interior Design LLC" because of the confusion in choosing  
from the selections with "The Company Corporation". We have no  
intentions to reinstate the above mentioned company.

We wish for the name of our company to be "MSKW Interior Design Inc."

  
Michael Segal

  
Kent Walton

STATE OF FLORIDA  
COUNTY OF DADE  
SWORN AND SUBSCRIBED BEFORE ME THIS  
24th DAY OF January, 2001.  
  
NOTARY PUBLIC



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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MSKW INTERIOR DESIGN, 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:

MSKW INTERIOR DESIGN, INC.

The address of the principal office of this corporation shall be 1688 West Avenue, Suite 307, Miami Beach, Florida 33139, 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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Michael Segal	1688 West Avenue, Suite 307
Dir.	Miami Beach, Florida 33139
Kent Walton	1201 17th Street, Box 21
Dir.	Miami Beach, Florida 33139

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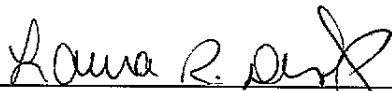
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII. INCORPORATOR

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

The Company Corporation  
2711 Centerville Road Suite 400  
Wilmington, Delaware 19808

The undersigned incorporator has executed these Articles of Incorporation on December 21, 2000D. —

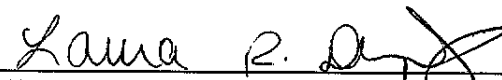


Its Agent, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: \_\_\_\_\_

  
Its Agent, Laura R. Dunlap

scm