

PO1000061883

TRANSMITTER NUMBER

850-487-6051

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED

01 MAY 24 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: _____

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75 ✓

400004139344-4
-05/07/01-01105-003
****137.50 ****137.50

OPTIONAL:

Certificate of Status \$ 8.75 ✓

137.50

FROM: Todd Martin
Name (Printed or typed)

711 South St / PO Box 1646
Address

Key West FL 33041
City, State & Zip

305-296-1981
Daytime Telephone number

401-10615

RECEIVED MAY 24 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 10, 2001

TODD MARTIN
711 SOUTH ST
P.O. BOX 1646
KEY WEST, FL 33041

SUBJECT: M & R CONSULTING, INC.
Ref. Number: W01000010615

We have received your document for M & R CONSULTING, INC. and your check(s) totaling \$137.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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) 487-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 501A00028259

CERTIFICATE OF DOMESTICATION

The undersigned, Robert T. Martin, President,
(Name) (Title)

of M&R Design Consulting Inc. (Formerly Knickerbocker Gallery Inc.) a foreign Corporation,
(Corporation Name)

in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was 4-5-95.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was OHIO.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was M&R Design Consulting, Inc. (Formerly Knickerbocker Gallery Inc.).
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is M&R Design Consulting, Inc.
5. The jurisdiction that constituted the seat, sieve, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was OHIO.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of M&R Design Consulting, Inc

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 30th day of April 2001,

R. Todd Martin
(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
In compliance with Chapter F.S., 607.

ARTICLE I NAME

The name of the corporation shall be:

M & R

Design Consulting, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

711 South St / PO Box 1646
Key West FL 33041

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Sell Home Decorative Accessories
and Furniture

ARTICLE IV SHARES

The number of shares of stock is:

100

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

R. Todd Martin
711 South St / PO Box 1646
Key West FL 33041

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

JOE Reichert
711 South St / PO Box 1646
Key West FL 33041

R. Todd Martin
711 South St / PO Box 1646
Key West FL 33041

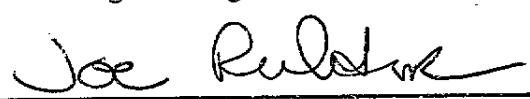
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

4-30-01

Date



Signature/Incorporator

4-30-01

Date