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D. WHITE JAN 18 2007

TRANSMITTAL LETTER

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

SUBJECT:	CARROLL & MAGILL ENTERPRISES, INC.					
Enclosed is an	n original and one (1) copy of the Certificat	e of Domestication and a check for: \$137.50				
FEES:						
	icate of Domestication	\$50.00				
	es of Incorporation and Certified Copy to domesticate and file	<u>\$78.75</u> \$128.75				
OPTIONAL:	<u>.</u>					
Certif	icate of Status	\$ 8.75				
FRON	Ո։ KENNETH J. CARROLL					
Name (printed or typed)						
	400 NORTH COCOA BLVD.					
Address						
	COCOA, FLORIDA 32922					
City, State & Zip						
	321-504-3300					
	Daytime Telephone	Number				

CERTIFICATE OF DOMESTICATION

Th	e undersigned, KENNETH J. CARROLL,	PRESIDENT	FILED			
	(Name)	(Title)	07 (6)			
of	CARROLL & MAGILL ENTERPRISES, INC.	a fo	reign corporation, STATE ALLAHASSEE, FLORIDA			
,	(Corporation Name)		TALLATIASSEE EL STATE			
in	accordance with s. 607.1801, Florida Statutes, does hereby	certify:	-LURIDA			
1.	The date on which corporation was first formed was SEPT	EMBER 17	,			
2.	The jurisdiction where the above named corporation was first formed, incorporated, or otherwise					
	came into being was STATE OF GEORGIA					
3.	The name of the corporation immediately prior to the filing of this Certificate of Domestication					
	was CARROLL & MAGILL ENTERPRISES, 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 CARROLL	. & MAGILL ENTERPF	RISES, INC.			
3.	The jurisdiction that constituted the seat, siege social, or preadministration of the corporation, or any other equivalent jummediately before the filing of the Certificate of Domesti STATE OF GEORGIA	urisdiction under ap				
6.	Attached are Florida articles of incorporation to complete to s. 607.1801.	the domestication rec	quirements pursuant			
I a	m KENNETH CARROLL, of CARROLL & MAGILL ENTERPR	ISES, INC.	·			
and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done						
so	this the 16th day of JANUARY	· · · · · · · · · · · · · · · · · · ·	, 2007			
	(Authorized Signature	roll	· ···			
	· · · · · · · · · · · · · · · · · · ·					
	Filing Fee:					
	Certificate of Domestication	\$50.00				
	Articles of Incorporation and Certified Total to domesticate and file					
	TOTAL TO GOINGSHEART AND THE	\$128.75				

ARTICLES OF INCORPORATION

IN COMPLIANCE WITH CHAPTER 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE: CARROLL & MAGILL ENTERPRISES, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/MAILING ADDRESS IS: 400 NORTH COCOA BLVD., COCOA, FLORIDA 32922

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:
OPERATION OF A RESTAURANT/ REAL ESTATE SERVICES

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS: 10,000

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

KENNETH CARROLL, PRESIDENT, 7 APACHE STREET, PALM COAST, FLORIDA 32137 ROBERT MAGILL, SECRETARY/TREASURER, 7 APACHE STREET, PALM COAST, FLORIDA 32137

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX NOT ACCEPTABLE) OF THE REGISTERED AGENT IS:

KENNETH CARROLL 400 N. COCOA BLVD. COCOA, FLORIDA 32922

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

KENNETH CARROLL 7 APACHE STREET PALM COAST, FLORIDA 32137

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

JANUARY 16, 2007

Date

JANUARY 16, 2007

Date

Signature/Incorporator