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SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAR 20 PM 3:59

MD 4/2

TRANSMITTAL LETTER

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

SUBJECT: Domestication of New Jersey State Corporation: The Knowledge Company, Inc.

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	\$78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: Kevin M. O'Sullivan

Name (printed or typed)

PO Box 667107

Address

Pompano Beach, FL 33066

City, State & Zip

954-903-0941

Daytime Telephone Number



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 20, 2008

KEVIN M. O'SULLIVAN
POST OFFICE BOX 667107
POMPANO BEACH, FL 33066

SUBJECT: THE KNOWLEDGE COMPANY, INC.
Ref. Number: W08000014729

We have received your document for THE KNOWLEDGE COMPANY, INC. and your check(s) totaling \$128.75. 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 corrected 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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 408A00016855

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

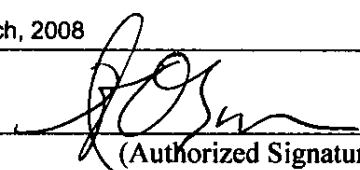
08 MAR 20 PM 3:59

CERTIFICATE OF DOMESTICATION

The undersigned, Kevin M. O'Sullivan, President
(Name) (Title)
of The Knowledge Company, Inc. a foreign corporation
(Corporation Name)
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was March 2, 1998.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was State of New Jersey.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was The Knowledge Company, 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 The Knowledge Compass, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was State of New Jersey.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of The Knowledge Company, Inc.
and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 20 day of March, 2008


(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 607, F.S.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

The Knowledge Compass, Inc.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

Street Address: One North Ocean Blvd., Unit # 708, Pompano Beach, FL 33062

Mailing Address: PO Box 667107, Pompano Beach, FL 33066

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

Provide Management Consulting Consulting Services to Fortune 500 Companies

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

1,000 shares - all in name of Kevin M. O'Sullivan

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

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

Kevin M. O'Sullivan, President - One North Ocean Blvd., Unit # 708, Pompano Beach, FL 33062

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Kevin M. O'Sullivan, President - One North Ocean Blvd., Unit # 708, Pompano Beach, FL 33062

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Kevin M. O'Sullivan, President - One North Ocean Blvd., Unit # 708, Pompano Beach, FL 33062

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

March 20, 2008

Date

Signature/Incorporator

March 20, 2008

Date

FILED
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DIVISION OF CORPORATIONS
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