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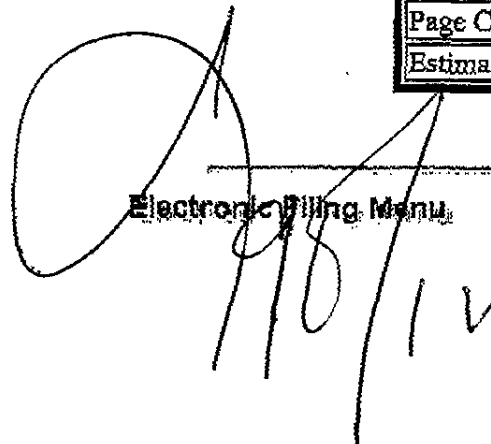
From: Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
Phone : (305) 358-2571
Fax Number : (305) 373-7718

FLORIDA PROFIT CORPORATION OR P.A.

ROSI ASSOCIATES, INC.

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Articles of Incorporation

Article 1: Name of Corporation: **ROSI ASSOCIATES, INC.**

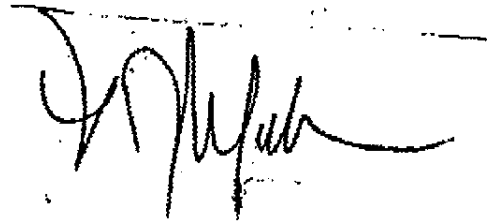
Address of Corporation: **C/O BORIS ROSEN, CPA
150 S.E. 2ND AVE., #1200
MIAMI, FL. 33131**

Article 2: Capital Stock: The number of shares which the corporation has authorized to be outstanding at any one time is **10,000**, with a par value of **1.00**.

Article 3: REGISTERED AGENT: **TERRANCE J. MULLIN, ESQ.**

REGISTERED OFFICE: **3059 GRAND AVE., #340
MIAMI, FL. 33133**

*I am familiar with and hereby accept the duties and responsibilities as Register Agent for said corporation.



Signature of Registered Agent


Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, Second is Vice President, then Secretary/Treasurer.

1. **EDGAR HALAC C/O BORIS ROSEN, CPA, 150 S.E. 2ND AVE., #1200, MIAMI, FL. 33131**
2. **FERNANDO HALAC, C/O BORIS ROSEN, CPA, 150 S.E. 2ND AVE., #1200, MIAMI, FL. 33131**

3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:
**TERRANCE J. MULLIN, ESQ.
3059 GRAND AVE., #340
MIAMI, FL. 33133**

In witness whereof, I have subscribed my name:



Signature of Incorporator

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