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FLORIDA PROFIT/NON PROFIT CORPORATION

rosas de columbia, inc.

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March 10, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: ROSAS OF COLUMBIA, INC.
REF: W09000011233

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Dale White
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FAX Aud. #: H09000054827
Letter Number: 609A00008158

P.O BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION OF

ROSAS OF COLUMBIA, INC.

I, the undersigned subscriber of these Articles of Incorporation, a natural person, competent to contract, and desiring to form a corporation under the laws of the State of Florida hereby certify as follows:

ARTICLE ONE

The name of the corporation is: **ROSAS OF COLUMBIA, INC.**

ARTICLE TWO

The corporation may engage in any activity or business as a corporation permitted under the laws of the United States, and of the State of Florida .

ARTICLE THREE

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time shall be:

500 shares of common stock with a par value of \$1.00 per share.

ARTICLE FOUR

The amount of capital the corporation is to start business with shall not be less than \$500.00.

ARTICLE FIVE

The corporation shall have perpetual existence beginning with the date of incorporation.

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ARTICLE SIX

The principal office of the corporation shall be located at: 2009 N.W. 70th Avenue, Miami, FL, 33122, or at such other place as may later be designated by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may from time to time be authorized by its Board of Directors.

ARTICLE SEVEN

The initial principal office address of the corporation shall be:

2009 N.W. 70th Avenue, Miami, FL, 33122

The Registered Agent is: Sergio L. Mendez, Esq.

1500 San Remo Avenue
Suite #290.
Coral Gables, FL 33146

ARTICLE EIGHT

The business of this corporation shall be conducted by a Board of Directors which shall consist of not less than one (1) and no more than three (3) directors as shall from time to time be designated by the by-laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

ARTICLE NINE

The names and street addresses of the first Board of Directors who, subject to the provisions of these articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida shall hold office for the first year of corporate existence or until their successors are elected and are fully qualified, are:

NAMES

ADDRESSES

EDUARDO URDANETA GOMEZ
President, Secretary & Treasurer

Four Turtle Walk, Key Biscayne, FL, 33149

All of the said Directors are of full age.

ARTICLE TEN

The name and street address of the subscriber of the Articles of Incorporation is:

Sergio L. Mendez, Esq., 1500 San Remo Avenue, Suite #290, Coral Gables, Florida, 33146

ARTICLE ELEVEN

The by-laws of this corporation may be created, amended or changed by either the stockholders or the Directors at any regular or duly scheduled special meeting.

ARTICLE TWELVE

This corporation shall have, in addition to a President, Secretary and Treasurer, such other additional officers as may be created from time to time, by and under the authorization of its by-laws.

ARTICLE THIRTEEN

All officers, agents and factors shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the by-laws or determined by the Board of Directors.

Any person may hold two (2) or more offices of the corporation.

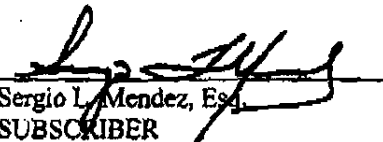
ARTICLE FOURTEEN

Every person who is or hereafter shall become a Director of this Corporation shall be indemnified by the corporation against all costs and expenses (including attorney's fees) hereafter reasonably incurred or imposed upon in connection with, or resulting from any action, suit or proceedings of whatever nature to which he is or shall be made a part by any reason of his being or having been a Director of the Corporation, whether or not he is a Director of the corporation at the time he is made a party to such action, suit or proceedings, or at the time such cost or expense is incurred by or imposed upon him.

However, an exception is made to the above in relation to matters as to which he shall finally be adjudged in such action, suit or proceedings, to have been derelict in the performance of the duties imposed upon him as such Director.

The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 9th day of March, 2009.


Sergio L. Mendez, Esq.
SUBSCRIBER

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE) SS:

I HEREBY CERTIFY that on the 9th day of March, 2009, personally appeared before me:


SERGIO L. MENDEZ

to me well known to me to be the person who executed the foregoing ARTICLES OF INCORPORATION as subscriber and who acknowledged before me that he signed and executed the same for the purposes expressed.

SWORN TO AND SUBSCRIBED BEFORE ME at Coral Gables, MIAMI-DADE County, Florida the day and year above written.


NOTARY PUBLIC

My Commission Expires:


NOTARY PUBLIC - STATE OF FLORIDA
 Irene C. Mederos
Commission # DD438219
Expires: JULY 30, 2009
Bonded Thru Atlantic Bonding Co., Inc.

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ACCEPTANCE AS RESIDENT AGENT OF ROSAS OF COLUMBIA, INC.

ROSAS OF COLUMBIA, INC. under the laws of the State of Florida with its principal place of business at Miami, Florida, has named and designated SERGIO L. MENDEZ, ESQ., as its resident agent.

I, SERGIO L. MENDEZ, ESQ., accept appointment as Resident Agent of ROSAS OF COLUMBIA, INC. as the office of resident agent pursuant to all statutory provisions at 1500 San Remo Avenue, Suite #290, Coral Gables, FL, 33146


SERGIO L. MENDEZ, ESQ., Resident Agent

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