

NOV-15-2011 (TUE)

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CARLTON FIELDS

P.001

Division of Corporations

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Florida Department of State
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**FOREIGN PROFIT/NONPROFIT CORPORATION
ROCK RUN ROLL, INC.**

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TALLAHASSEE, FLORIDA

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. ROCK RUN ROLL, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. APPLIED FOR

(FEI number, if applicable)

4. OCTOBER 24, 2011

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON QUALIFICATION

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 201 Alhambra Circle, Suite 901, Coral Gables, FL 33134, Attn: Lenny Gravier

(Principal office address)

201 Alhambra Circle, Suite 901, Coral Gables, FL 33134, Attn: Lenny Gravier

(Current mailing address)

8. To engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CFRA, LLC

Office Address: 100 S. ASHLEY DRIVE, #400

TAMPA

(City)

, Florida 33602

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CFRA, LLC, a Florida Limited Liability Company

BY: [Signature]

(Registered agent's signature)

JOSH MARKUS, ESQ., AUTHORIZED REPRESENTATIVE

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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 11 NOV 15 AM 11:00
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 TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: MASSIMO TUZZI

Address: VIALE TRENTO, 236, 36100 VICENZA
VICENZA, ITALY

Director: MARCO PUTELLI

Address: VIA VALCUNSAT 10/1, 33072 CASARSA DELLA DELIZIA
PORDENONE, ITALY

B. OFFICERS

President: MASSIMO TUZZI

Address: VIALE TRENTO, 236, 36100 VICENZA
VICENZA, ITALY

Vice President: MARCO PUTELLI

Address: VIA VALCUNSAT 10/1, 33072 CASARSA DELLA DELIZIA
PORDENONE, ITALY

Secretary: MARCO PUTELLI

Address: VIA VALCUNSAT 10/1, 33072 CASARSA DELLA DELIZIA, PORDENONE, ITALY

Treasurer: MASSIMO TUZZI

Address: VIALE TRENTO, 236, 36100 VICENZA, VICENZA, ITALY

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Massimo Tuzzi

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. MASSIMO TUZZI, PRESIDENT AND DIRECTOR

(Typed or printed name and capacity of person signing application)

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROCK RUN ROLL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ROCK RUN ROLL, INC." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 2011.

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TALLAHASSEE, FLORIDA

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9110402

DATE: 10-24-11