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INTERNATIONAL RESEARCH BUREAU, INC.
Post Office 8ox 14189 • Italianassee, FL 32317-4189
Phone (850) 942-2500

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Examiner's Initials

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Mail out W	ill wait , Photocopy	Certificate of Status
NEW FILINGS	AMENDMENTS	
Profit	Amendment	1/0/Dorate
NonProfit	Resignation of R.A., Officer/	/Director 8 30
Limited Liability	Change of Registered Agent	
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Other	Merger	
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	55 S
Annual Report		The state of the s
Fictitious Name	Foreign	
Name Reservation	Limited Partnership	
	Reinstatement	ROUTH FFR 252
	Trademark	ROBINH FEB 252

ARTICLES OF INCORPORATION

<u>OF</u>

ROSS 2000, INC.

The undersigned, acting as the incorporator of the Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME OF THE CORPORATION

The name of this Corporation shall be ROSS 2000, INC.

ARTICLE II

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

)O FEB 25 FI 3: 12 SECRETARY OF STATE ALLAHASSEE, FESBIOA

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

AUTHORIZED SHARES

Number: The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock.

Initial issue: 100 shares of the Capital Stock of the Corporation shall be issued for adequate consideration in the following manner:

CLINTON ROSS AND ANDREA MICHELLE ROSS, as tenants by the entireties

One Hundred (100) Shares

Dividends: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the Corporation.

No Classes of Stock: The shares of the Corporation are not to be divided into classes.

<u>ARTICLE V</u>

REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 3498 Stewart Boulevard, Kissimmee, Florida 34746 and the name of the initial registered agent at such address is CLINTON ROSS.

ARTICLE VI

PRINCIPAL OFFICE

The Principal Office of the corporation shall be 3498 Stewart Boulevard, Kissimmee,

Florida 34746.

<u>ARTICLE VII</u>

BOARD OF DIRECTORS

This corporation shall have Two (2) Directors constituting the initial Board of Directors.

The Directors need not be a resident of the State of Florida or Shareholders of the corporation.

Majority vote of the Board of Directors is required to constitute a quorum for the transaction of business. Only a majority act of the Directors shall constitute an act of the Board of Directors.

The name and address of the person(s) who shall serve as Director(s) until them successors shall have been elected and qualified, is as follows:

NAME

ADDRESS

CLINTON ROSS

3498 Stewart Boulevard Kissimmee, Florida 34746

ANDREA MICHELLE ROSS

3498 Stewart Boulevard Kissimmee, Florida 34746

ARTICLE VIII

INCORPORATORS

The names and addresses of the initial incorporator is as follows:

NAME

ADDRESS

CLINTON ROSS

3498 Stewart Boulevard Kissimmee, Florida 34746

ARTICLE IX

PREEMPTIVE RIGHTS OF SHAREHOLDERS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or property or

services from time to time, in addition to that stock authorized by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Orange County, Florida on this day of February, 2000.

CLINTON ROSS

COUNTRY OF ENGLAND

County OF Donal

The foregoing Articles of Incorporation were acknowledged before me this **2** in day of February, 2000, by **CLINTON ROSS**, who has produced a driver's license as identification or who is personally known to me.

Notary Public

Name: C

Commission No.____

My Commission Expires: 31.12.00

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That ROSS 2000, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Orlando, Orange County, State of Florida, has named CLINTON ROSS located at 3498 Stewart Boulevard, Kissimmee, Florida 34746 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date:

February 21ST 2000

CLINTOÑ ROSS

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SECRETARY OF SIATE