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BOGUE ASSOCIATES

ACCOUNTING, CONSULTING AND TAXES

Division of Bogues International Incorporated

Andree M. Bogues, Independent Public Accountant
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Telephone 561 . 969-3004 : 588-8788
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28 July 2000

By Overnight Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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Regarding: Proposed "Rocani U.S.A. Inc.", Corporate Charter

Dear Sir/Madam:

Please find enclosed "Articles of Incorporation" in duplicate, prepared for the above noted proposed Corporation, for due process of registration with your offices.

The appropriate fees of \$122.50 are attached. The documents are to be effective on the 28th day of July, 2000.

We appreciate your expediting the enclosed and respectfully request return of the certificate and certified copies of Articles directly to us on behalf of our client.

Should you have any questions or require any further information in the above regard, please do not hesitate to call us, without charge, at 877.472-8788.

Thanking you in advance for your kind attention.

Sincerely,

BOGUE ASSOCIATES



Andree M. Bogues
for the Firm

:Enclosures

FILED
00 AUG -2 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAILING ADDRESS: P. O. BOX 1138, LOXAHATCHEE, FLORIDA 33470-1138

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ARTICLES OF INCORPORATION

OF

ROCANI U.S.A. INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned Subscriber,

a natural person acting as Incorporator for the purposes of forming a corporation
under the Florida General Corporation Act, hereby adopts the following *Articles of Incorporation*:

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Article One = Name

The name of the corporation shall be: *Rocani U.S.A. Inc.*

Article Two = Duration

The term of existence of this Corporate Charter shall be perpetual, and shall commence effective
on the *Twenty Eighth* day of the month of *July* in the year *Two Thousand*.

Article Three = Purpose

The purpose for which this Corporation is organized is to engage in and transact any and all
lawful business for which corporations may be permitted under the laws of the State of Florida
and in all other States and Countries.

Article Four = Capital Stock

There shall be only one class of stock.

The maximum number of shares of authorized capital stock of this Corporation shall be Ten
Thousand, (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.
Only two (2) shares of common stock shall be issued at this time.

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the
pre-emptive right to purchase his pro-rata share thereof (as nearly as may be done without the
issuance of fractional shares) at the price at which it is offered to others.

Article Five = Principal Office

The street address of the initial principal office of this Corporation shall be:
3694 23rd Avenue South, Suite One, Lake Worth, Florida 33461

Article Six = Registered Office

The street address of the initial registered office of this Corporation shall be:
68 Lake Arbor Drive
Lake Worth, Florida 33461
and the name of the initial registered agent at that address is: Jae Y. Kim.

Article Seven = Directors

The Board of Directors of this Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by bylaws as adopted by the shareholders, but shall never be less than one (1).


The names and addresses of the initial Board of Directors are:
Jae Young Kim, 68 Lake Arbor Drive, Lake Worth, Florida 33461
Song Hui Yun, 68 Lake Arbor Drive, Lake Worth, Florida 33461

Article Eight = Incorporator

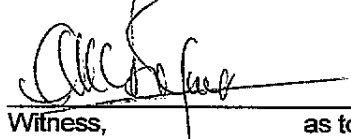
The name and address of the Incorporator signing these Articles of Incorporation is:
Jae Young Kim.

IN WITNESS WHEREOF

I have subscribed my name this 28 day of the month of July, A.D., 2000.


Jae Young Kim, Incorporator

SUBSCRIBED TO BEFORE ME, this 28th day of the month of July A.D., 2000.


Witness, as to Incorporator

C E R T I F I C A T E
DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THE STATE
OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Persuant to the provisions of Chapter 607, Section 607.0501, Florida Statutes, the following statement is submitted in compliance with said Act, designating the Registered Office and Registered Agent, within the State of Florida:

THAT Rocani U.S.A. Inc.,
organized under the laws of the State of Florida, with its principal place of business located in the County of Palm Beach, as noted herein these Articles of Incorporation,
HAS NAMED Jae Young Kim, located in the County of Palm Beach,
as its agent to accept service of process within said State.

HAVING BEEN NAMED as registered agent and to accept service of process for the above stated Corporation at the place designated within these documents, 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 relating to the proper and complete performance of my duties.

I AM FAMILIAR WITH and accept the obligations of my position as registered agent:


Jae Young Kim, Registered Agent

SUBSCRIBED TO BEFORE ME, this 28th day of the month of July, A.D., 2000.


Witness, as to Registered Agent