

P000000 84079
RANA TIWARI

LLC has been sent down.

CERTIFIED MAIL RETURN
RECEIPT REQUESTED

August 7, 2000

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

FILED
00 SEP -6 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Filing of Articles of Incorporation of Rosebazar.com NA, Inc. and Articles of
Organization of Global E-Commerce Enterprises, LLC.

Dear Sir or Madam:

500003364775--6
-08/18/00-01080-003
*****78.75 *****78.75

Under cover of this letter I am forwarding to you the following:

1. An original and a copy of the executed Articles of Incorporation for Rosebazar.com NA, Inc. together with appointment of a registered agent and an acceptance by the appointed registered agent.
2. My check in the total amount of \$78.75, representing: \$ 35.00 filing fee, \$35.00 Registered Agent Designation fee, and \$8.75 fee for obtaining a Certified Copy of the filed Articles from you.
3. An original and a copy of the executed Articles of Organization of Global E-Commerce Enterprises, LLC., together with appointment of a registered agent and an acceptance by the appointed registered agent.
4. Also my check in the total amount of \$155.00, representing \$ 100.00 filing fee, \$ 25.00 fee for designation of Registered Agent and \$ 30.00 fee to obtain a certified copy.
5. A stamped self- addressed envelope for your convenience in returning both of the filed Articles to me.

F. CHESSER SEP 6 2000

W-20872

2200 WINTER SPRINGS BLVD., SUITE 106-286 • WINTER SPRINGS, FL • 32765
PHONE: (407) 366-9972 • FAX: (407) 977-7720 • E-MAIL: ranatiwari@hotmail.com



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 24, 2000

RANA TIWARI
2200 WINTER SPRINGS BLVD STE 106-286
WINTER SPRINGS, FL 32765

SUBJECT: ROSEBAZAR.COM NA, INC.
Ref. Number: W00000020872

We have received your document for ROSEBAZAR.COM NA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 300A00045463

Articles of Incorporation

of

Rosebazar.com NA, Inc.

FILED
00 SEP - 6 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Duration

The name of the Corporation is Rosebazar.com, ^{NA} Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The mailing address of the principal office of the Corporation is 7332 International Drive, Orlando, Florida 32819

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 7332 International Drive, Orlando, Florida 32819. The name of the registered agent at such address is Kamlesh Shah.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 5,000,000 shares of Common Stock ("Common Stock") \$0.01 par value per share.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Kamlesh Shah.	7332 International Drive, Orlando, FL 32819

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

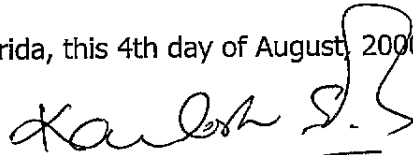
ARTICLE X

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Orlando, Orange County, Florida, this 4th day of August, 2000.

A handwritten signature in black ink, appearing to read 'Kamlesh S. S.', written over a horizontal line.


Kamlesh Shah, Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 4th day of August, 2000, by Kamlesh Shah, on behalf of the Corporation. He is personally known to me or has produced _____ as identification and did (did not) take an oath.

Ranjana Tiwari
(Notary Signature)

(NOTARY SEAL)

 Ranjana Tiwari
MY COMMISSION # CC787797 EXPIRES
November 2, 2002
(Notary Name Printed)
NOTARY PUBLIC
Commission No. CC 787797

REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

Rosebazar.com NA, Inc. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named Kamlesh Shah., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said statute relative in keeping open said office, and further states that he is familiar with §607.0501, Florida Statutes.



Kamlesh Shah

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA