

Division of Corporations

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P01000001538**Florida Department of State**

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.**ROSACOMETTA USA, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

ROSACOMETTA USA, INC.

The undersigned subscribed to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I NAME

The name of the Corporation shall be ROSACOMETTA USA, INC.

ARTICLE II

The principal place of business and mailing address of the corporation is:

21914 Old Bridge Trail
Boca Raton, FL 33428

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock @ \$1.00 par value.

ARTICLE IV REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 133 Boca Raton Road, Boca Raton, Florida 33432, and the name of the initial registered agent at such address is LEO A. FOX.

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ARTICLE V
INCORPORATOR

The name and address of the incorporator of this Corporation is:

LEO A. FOX
133 Boca Raton Road
Boca Raton, Florida 33432

ARTICLE VI
AMENDMENT

Unless otherwise set forth herein, the Corporation reserves the right in accordance with the Florida General Corporation Law to amend, alter, modify or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the above named incorporator has hereunto subscribed his name this 4 day of January 2001.


LEO A. FOX

STATE OF FLORIDA
COUNTY OF PALM BEACH

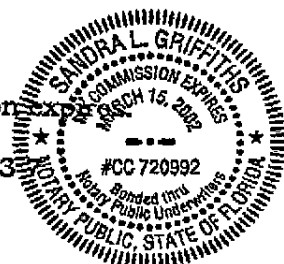
BEFORE ME, the undersigned officer, this day personally appeared LEO A. FOX, to me well known and well known to me to be the person described in and who subscribed his name to the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal at the County and State aforesaid this 4 day of January, 2001.


Notary Public

My Commission expires

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

ROSACOMETTA USA, INC., desiring to organize or qualify under the laws
of the State of Florida, with its principal place of business at the City of Boca
Raton, State of Florida, has named LEO A. FOX, ESQUIRE, Fox & Fox, P.A.,
133 Boca Raton Road, Boca Raton, Florida 33432, as its agent to accept service
of process within Florida.



LEO A. FOX



TITLE



DATE

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby agree to act in
this capacity, and I further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.



LEO A. FOX



DATE

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