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Dawn Marshall, P.A.
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169 East Flagler Street, Suite 1523
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Phone: (305) 577-0055; Fax: (305) 577-0066

August 22, 2001

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

700004557927--6
-08/27/01--01089--013
*****78.75 *****78.75

Re: New Corporation - Hope Rose Enterprises, Inc.

Dear Sir and/or Madam:

Enclosed please find the original Articles of Incorporation, a copy of the Articles, two self-addressed, self-stamped envelopes, and a check made payable to the Secretary of State in the amount of \$78.75. Please file the Articles for the new corporation as soon as possible.

The enclosed envelopes are for receipt of a date-stamped copy of the Articles and receipt of a Certificate of Good Standing, as soon as possible.

Thank you for your anticipated cooperation and assistance in expediting this matter.

Very truly yours,


Dawn Marshall

Enclosure
DM/bs

01 AUG 27 AM 9:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

hope.rose.letter.

PS 8/28/01 -

**ARTICLES OF INCORPORATION
OF HOPE ROSE ENTERPRISES, INC.**

FILED

01 AUG 27 AM 9:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Each undersigned incorporator of these Articles of Incorporation hereby presents these Articles of Incorporation to the Secretary of the State of Florida for the information of a Corporation under the laws of the State of Florida .

ARTICLE I

The name of the Corporation is:

HOPE ROSE ENTERPRISES, INC.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 100 shares of One (\$1.00) dollar par value common stock.

ARTICLE III

- A. This Corporation is to exist perpetually.
- B. The corporate existence of this Corporation shall commence on the date these Articles are executed.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent
Shirley Rose

Address of Registered Agent's Office
647 106th Avenue
Naples, Florida 34108

ARTICLE V

The name and post office address of each incorporator to these Articles of Incorporation shall be:

Name
Shirley Rose

Address
647 106th Avenue
Naples, Florida 34108

ARTICLE VI

The initial By-laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-laws.

ARTICLE VII

The Corporation shall have one (1) directors initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-laws, but in no event shall there be less than one director, nor more than two (2) directors.

ARTICLE VIII

The principal office and the mailing address of the Corporation shall be as follow:

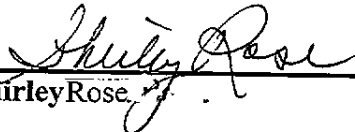
Principal Office
Shirley Rose

Mailing Address
647 106th Avenue
Naples, Florida 34108

ARTICLE IX

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extend permitted by law.

IN WITNESS WHEREOF, each incorporator has hereunto executed these Articles of Incorporation this _____, day of _____, 2001, at Broward County, Florida.



Shirley Rose

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and further agrees to comply with the provisions of A1-1 statutes relative to the proper and complete performance of its duties.



FILED
01 AUG 27 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA