

P02000010813

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000026437 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.

Account Number : I20000000257

Phone : (850)224-8870

Fax Number : (850)222-1222

FLORIDA PROFIT CORPORATION OR P.A.**Rosebud Holdings, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	03 (4)
Estimated Charge	\$78.75

FILED
02 JAN 30 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H02000026437 2

ARTICLES OF INCORPORATION

OF

Rosebud Holdings, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Rosebud Holdings, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 1111 Biscayne Boulevard, Suite 2107, Miami, FL 33181.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-thousand (1,000) shares having a (1.00) par value of per share.

H02000026437 2

FILED
02 JAN 30 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H02000026437 2

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is MELVYN TRUTE, 1090 Kane Concourse, Suite 202, Bay Harbor Islands, FL 33154.

ARTICLE V: INCORPORATOR

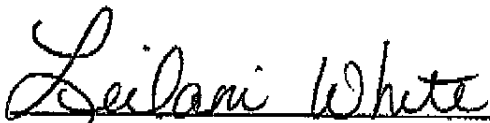
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Director of the corporation is GEOFFREY RISEN, 11111 Biscayne Boulevard, Suite 2107, Miami, FL 33181.

The undersigned has executed these Articles of Incorporation this 30th day of January 2002.

"Capital Connection, Inc. by Leilani White, Client Representative"

A handwritten signature in cursive script that reads "Leilani White". The signature is written in dark ink and is positioned above a horizontal line.

H02000026437 2

H02000026437 2

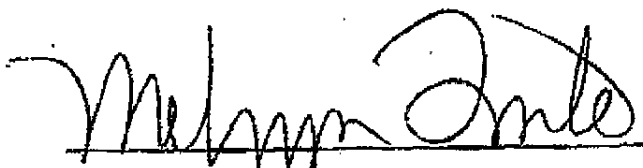
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Rosebud Holdings, Inc.

2. The name and street address of the registered agent and office is: MELVYN TRUTE, 1090 Kane Concourse, Suite 202, Bay Harbor Islands, FL 33154

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE ON PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


MELVYN TRUTE

H02000026437 2

FILED
02 JAN 30 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA