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Certified Public Accountants

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July 15, 2002

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

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-07/19/02--01024--008
*****70.00 *****70.00

RE: Rose -N- Ron, Inc.

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced company.

Also enclosed is a check in the amount of \$70 to cover the following:

\$35.00
35.00
\$70.00

Filing of Articles of Incorporation
Registered agent filing fee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Very truly yours,



Leonard Alan Shubitz
Certified Public Accountant

LAS/ap
encls. as stated

Sent via Certified Mail #7000 0520 0018 3892 3682, Return Receipt Requested

8/7/02

**ARTICLES OF INCORPORATION
OF
ROSE -N- RON, INC.**

We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate together to form a corporation under the Laws of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be: **ROSE -N- RON, INC.**

**ARTICLE II
NATURE OF BUSINESS**

The general nature of business to be transacted by this corporation shall be to engage in any activities or business permitted under the Laws of the United States of the State of Florida.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, cancel, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, ware, merchandise, real and personal property, and services of every kind, class and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, telegraph, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida and in all other states and countries.

To contract debts, and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is 100 shares of common stock at 1.00 par value per share.

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TALLAHASSEE, FLORIDA

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is not less than One Hundred (\$100.00) Dollars.

ARTICLE V

The corporation is to exist perpetually. **29700 SW 209 AVE.
HOMESTEAD, FL 33030**

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The initial street address in this State of the principal office of this corporation is:
29700 SW 209 AVE., HOMESTEAD, FL 33030
The Board of Directors may from time-to-time, move the principal office to any other address in the State of Florida.

**ARTICLE VII
DIRECTORS**

This corporation shall have not less than one (1) director initially. The number of directors may be increased or diminished from time-to-time by the by-laws adopted by the stockholders.

**ARTICLE VIII
BOARD OF DIRECTORS**

The name and street address of the members of the first Board of Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
ROSE THOMPSON	PRESIDENT	29700 SW 209 AVE. HOMESTEAD, FL 33030
RONALD THOMPSON	VICE-PRESIDENT	29700 SW 209 AVE. HOMESTEAD, FL 33030

**ARTICLE IX
INCORPORATOR**

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
ROSE THOMPSON	29700 SW 209 AVE.. HOMESTEAD, FL 33030	50	\$50.
RONALD THOMPSON	29700 SW 209 AVE. HOMESTEAD, FL 33030	50	\$50.

**ARTICLE X
REGISTERED AGENT**

The address of the Registered Office of this corporation shall be:

29700 SW 209 AVE., HOMESTEAD, FL 33030

and the Registered Agent shall be: **ROSE THOMPSON**

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above State Corporation, at the place designed in these Articles of Incorporation, I hereby accept to agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


BY: **ROSE THOMPSON**
INCORPORATOR

**ARTICLE XI
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stock entitled to vote them on, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

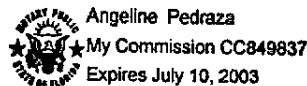
STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments personally appeared

Before me

WITNESS my hand and official seal in the County and State named above on this 11 day of July, 2002.


Notary Public, State at Large
My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA