

**Electronic Articles of Incorporation
For**

P03000016725
FILED
February 11, 2003
Sec. Of State

ROXSEA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ROXSEA, INC.

Article II

The principal place of business address:

ONE S.E. THIRD AVENUE
#2130
MIAMI, FL. 33131

The mailing address of the corporation is:

ONE S.E. THIRD AVENUE
#2130
MIAMI, FL. 33131

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200 NO PAR VALUE

Article V

The name and Florida street address of the registered agent is:

COPROLITE CORPORATION
ONE S.E. THIRD AVENUE
#2130
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MELVIN F. FRANKEL

Article VI

The name and address of the incorporator is:

LEONARD KRAVITZ
C/O SHUKAT ARROW HAFFER & WEBER LLP
111 WEST 57TH ST., SUITE 1120
NEW YORK, NY 10019

Incorporator Signature: LEONARD KRAVITZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PD
LEONARD KRAVITZ
111 WEST 57 ST., #1120
NEW YORK, NY. 10019

Article VIII

The effective date for this corporation shall be:

02/11/2003