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Division of Corporations

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Florida Department of State

Division of Corporations

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STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

seven roses, inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 9, 2003

EMPIRE CORPORATE KIT

SUBJECT: SEVEN ROSES, INC.
REF: W03000016338

We have received your document for SEVEN ROSES, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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**ARTICLES OF INCORPORATION
OF
SEVEN ROSES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the State of Florida.

ARTICLE I

The name of the corporation is SEVEN ROSES, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation.

ARTICLE III

The corporation is organized for the purposes of Shopping Center and any other business.

**ARTICLE IV
CAPITAL STOCK**

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall not have preemptive rights to subscribe to the corporation's securities.

Prepared by Colin Robinson
ROBINSON & COMPANY
17645 NW 27TH AVE, MIAMI, FL 33056 PHONE: (305) 621-7555/6579

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ARTICLE V

The name of the initial registered agent of this corporation is EDWARD MCPHEE. The street address of the initial registered office of the corporation in the State of Florida is 19421 NW 18 CT, MIAMI FL 33056

ARTICLE VI INITIAL BOARD OF DIRECTORS

The corporation shall have one (2) initial director(s). The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of the initial Director are:

EDWARD MCPHEE	19421 NW 18 CT MIAMI FL 33056
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JAMILA MCPHEE	19421 NW 18 CT MIAMI FL 33056
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ARTICLE VII INCORPORATION

The name and address of the incorporator of these articles of Incorporation is EDWARD MCPHEE , of 19421 NW 18 CT , FL 33056.

**ARTICLE VIII
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation partnership, joint venture, trust or other enterprise.

**ARTICLE X
AMENDMENT**

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 4th day of June 2003.


EDWARD MCPHEE

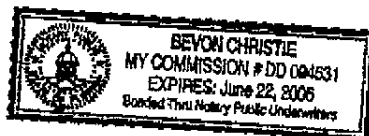
STATE OF FLORIDA)
)
 COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared EDWARD MCPHEE known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he acknowledged before me that he executed these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 4th day of June, 2003.


 NOTARY PUBLIC
 State of Florida at Large

My Commission Expires:



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

In compliance with Sections 48.091 and 607.034, Florida Statutes the following is submitted:

FIRST that SEVEN ^{ROSES,} INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at 19421 NW 18 CT, MIAMI FLORIDA 33056, has named EDWARD MCPHEE of 19421 NW 18 CT MIAMI, FLORIDA 33056, as its agent to accept service of process within Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated this 4th day of June, 2003.

BY: Edward McPhee
EDWARD MCPHEE
Registered Agent

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TALLAHASSEE, FLORIDA

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