

**Electronic Articles of Incorporation
For**

P03000091116
FILED
August 20, 2003
Sec. Of State

ROTH-USA, 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:

ROTH-USA, INC.

Article II

The principal place of business address:

3911 NE 170TH ST.
NORTH MIAMI BEACH, FL. US 33160

The mailing address of the corporation is:

3911 NE 170TH ST.
NORTH MIAMI BEACH, FL. US 33160

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:

1000

Article V

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

EDGAR HOFFMAN DR.
3911 NE 170TH ST.
NORTH MIAMI BEACH, FL. 33160

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

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Registered Agent Signature: EDGAR HOFFMAN

Article VI

The name and address of the incorporator is:

THOMAS D. PIERCE
PO BOX 3674
ST. AUGUSTINE, FL 32085

Incorporator Signature: T D PIERCE

Article VII

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

Title: P
EDGAR HOFFMAN DR.
3911 NE 170TH ST.
NORTH MIAMI BEACH, FL. 33160 US

Title: VP
THOMAS D PIERCE
PO BOX 3674
ST. AUGUSTINE, FL. 32085 US

Title: SEC
GLADYS HOFFMAN
3911 NE 170TH ST.
NORTH MIAMI BEACH, FL. 33160 US