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(Address)

(City/State/Zip/Phone #)

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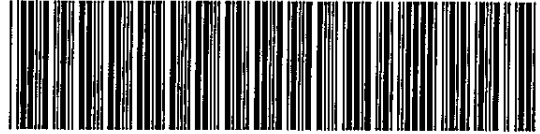
(Business Entity Name)

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T. Smith APR 25 2005

Ramen

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ROSA & ASSOCIATES, INC.
(Name of Corporation)

DOCUMENT NUMBER: P03000151559

The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:

CEFERINO JUNIOR ACEVEDO
(Name of Person)

ACE ACCOUNTING & TAX
(Name of Firm/Company)

2594 BOGGY CREEK RD.
(Address)

KISSIMMEE FL 34744
(City/State and Zip Code)

For further information concerning this matter, please call:

CEFERINO ACEVEDO at (407) 348-4159
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**AMENDED
ARTICLE OF INCORPORATION
OF
ROSA & ASSOCIATES, INC.**

**ARTICLE 3
PRINCIPAL OFFICE**

The Address of the principal office shall be:

2109 Carbine CT
Kissimmee FL 34743

**ARTICLE 5
OFFICER(S)**

The officer(s) of the corporation shall be:

President: Jaime Rosa
Vice President: Evelyn Javier
Secretary: Dalice Rosa
Treasury: Jose F. Javier

Whose address shall be the same as the principal address of the corporation.

**ARTICLE 6
DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Jaime Rosa
Evelyn Javier
Dalice Rosa
Jose F. Javier

Whose Address shall be the same as the principal Address of the Corporation.

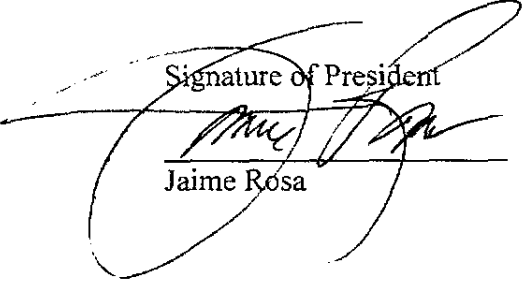
ARTICLE 11- REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 2109 Carbine Ct., Kissimmee Florida, 34743. The name and address of the registered agent of this Corporation is Jaime Rosa 2109 Carbine Ct., Kissimmee, Florida 3474.

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In Witness whereof, the Undersigned Incorporator (s) have Execute These Article, This
04 day of April 2005.

Signature of President




Jaime Rosa

**THE RESOLUTION OF THE INCORPORATOR TO AMENDED CERTIFICATE
OF INCORPORATION OF ROSA & ASSOCIATES, INC.**

Resolved, that the Certificate of Incorporation of the **ROSA & ASSOCIATES, INC.** be Amended and Shareholders action was not required.

April 4, 2005
Dated



Jaime Rosa
President and Director