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2004 MAR 11 P 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**STEVEN K. BAIRD, P.A.**

ATTORNEY AT LAW

5981 N.E. Sixth Avenue  
Miami, Florida 33137

phone (305) 757-6755  
fax (305) 757-6756  
e-mail skbpa@cs.com

March 10, 2004

**Via FedEx**

Department of State  
Division of Corporations  
Registration Section  
409 E. Gaines Street  
Tallahassee, FL 32399

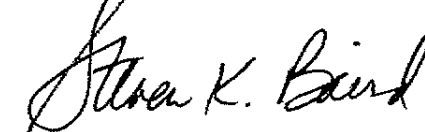
**Re: R.O.C. Productions, Inc.**

Ladies and Gentlemen:

Enclosed is an original and one (1) copy of the articles of incorporation for R.O.C. Productions, Inc. Also enclosed is a check in the amount of \$78.75 for the filing fees for incorporation and for the registered agent designation, as well as for a certified copy of the articles of incorporation.

Please send the certified copy of the articles to the undersigned.

Very truly yours,



Steven K. Baird

SKB:mjc  
encl.  
cc: Juan Pablo Santos

**ARTICLES OF INCORPORATION**

**OF**

**R.O.C. PRODUCTIONS, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:*

**ARTICLE I  
NAME**

The name of the corporation shall be R.O.C. Productions, Inc.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 1022 N.E. 91<sup>st</sup> Terrace, Miami Shores, Florida 33138.

**ARTICLE III  
PURPOSE OF THE CORPORATION**

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE IV  
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock, with no par value.

**ARTICLE V  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Steven K. Baird, Esq.  
Steven K. Baird, P.A.  
5981 N. E. Sixth Avenue  
Miami, Florida 33137

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

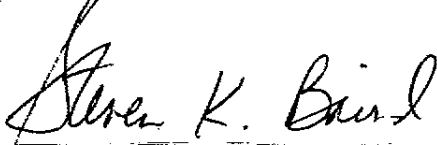
**ARTICLE V  
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are:

Steven K. Baird  
Steven K. Baird, P.A.  
5981 N. E. Sixth Avenue  
Miami, Florida 33137

**ARTICLE VI  
INITIAL DIRECTOR**

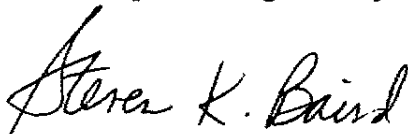
The number of directors shall be established as provided in the Bylaws of the Corporation. Initially the Corporation shall have one director, who shall be Juan Pablo Santos, who shall serve until his successor(s) have been duly elected pursuant to the bylaws of the Corporation.



Steven K. Baird, Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



Steven K. Baird, Registered Agent  
March 10, 2004