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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

DOMESTICATION

Rocha Investments Inc.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$128.75

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TALLAHASSEE, FLORIDA

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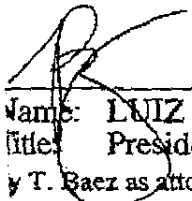
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CERTIFICATE OF DOMESTICATION

On behalf of Rocha Investments, Inc. ("the Corporation"), a foreign corporation, the undersigned hereby certifies that:

1. The date on which the Corporation was first formed was: December 14, 2001
2. The jurisdiction where the Corporation was first incorporated was: Nevada
3. The name of the Corporation immediately prior to filing of this Certificate was:
Rocha Investments Inc.
4. The name of the Corporation as set forth in the Articles of Incorporation to be filed with this Certificate is:
Rocha Investments, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent thereto under applicable law, immediately prior to the filing of this Certificate was: Nevada.

The undersigned authorized signatory on behalf of the Corporation executed this Certificate of Domestication on the date below.



Name: LUIZ ROCHA
 Title: President
 by T. Baez as attorney-in-fact

Date: December 2, 2004

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Wilson Slosbergas | FL Bar Member 378887
 Wilson Slosbergas, P.A.
 111 Brickell Avenue, Suite 1580
 Miami, FL 33131
 305-374-0030

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Nevada corporation is:
Rocha Investments, Inc.

Article II. Address

The Corporation's mailing address is:
Rocha Investments, Inc.
799 CRANDON BLVD, #502

KEY BISCAVNE FL 33149

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
NS Corporate Services Inc.
801 Brickell Avenue, Suite 1580
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
LUIZ ROCHA
ANA SILVA

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Nelson Slosbergas I FL Bar Member 378887
Nelson Slosbergas, P.A.
801 Brickell Avenue, Suite 1580
Miami FL 33131
305-374-0030

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

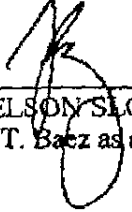
The name and address of the incorporator is:

Nelson Slosbergas
801 Brickell Avenue, Suite 1580
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on December 2, 2004.

The undersigned incorporator executed these Articles of Incorporation on December 2, 2004.



NELSON SLOSBERGAS
by T. Baez as attorney-in-fact

Nelson Slosbergas 1 FL Bar Member 378887
Nelson Slosbergas, P.A.
11 Brickell Avenue, Suite 1580
Miami FL 33131
305-374-0030

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

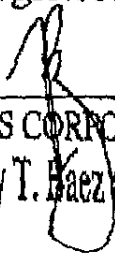
Rocha Investments, Inc.

REGISTERED AGENT/OFFICE:

NS Corporate Services Inc.
801 Brickell Avenue, Suite 1580
Miami FL 33131

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



NS CORPORATE SERVICES INC.
by T. Haez as attorney-in-fact

Date: December 2, 2004

Ielson Slosbergas | FL Bar Member 378887
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801 Brickell Avenue, Suite 1580
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