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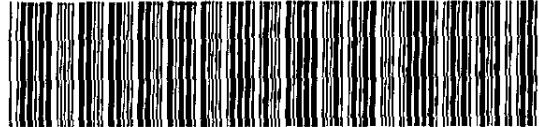
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EFFECTIVE DATE
1-31-05

C.F. 2-8

FREDERICK B GOMER & ASSOCIATES, INC.
P.O. BOX 450549
SUNRISE, FLORIDA 33345
954-748-5164 (FAX) 954-748-9022

January 30, 2005

Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

Subject: ROCA FINANCIAL GROUP, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$ 78.75 for the filing fee & Certified Copy

From: Frederick B Gomer & Associates, Inc.
P.O. Box 450549
Sunrise, Florida 33345
954-748-5164

Please send certified copies to above address.


Frederick B Gomer

ARTICLES OF INCORPORATION
OF
ROCA FINANCIAL GROUP, INC.

The undersigned, Robert Roca acknowledges and files in the office of the Secretary of State of the State of Florida, for forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

I
NAME

The name of this Corporation Shall is:

ROCA FINANCIAL GROUP, INC.

II
BUSINESS

The general nature of the business and businesses to be transacted are as follows:

To transact any and all lawful business for which Corporations may be incorporated under the laws of the State of Florida or the United States

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

III
SHARES

The authorized capital stock of this Corporation shall consist of 500 shares of common stock, \$ 1.00 par value

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05 FEB - 2 PM 3 12
TALLAHASSEE, FLORIDA

EXPIRATION DATE
1-31-05

IV
EFFECTIVE DATE AND DURATION

This Corporation shall commence its existence on January 31, 2005 and shall exist perpetually thereafter unless sooner dissolved according to law

V
PRINCIPAL OFFICE

The address where the corporation's principal place of business will be located is:

**14539 SW 141ST PLACE
MIAMI, FL 33186**

MAILING ADDRESS

The mailing address of the Corporation's principal place of business will be:

**14539 SW 141ST PLACE
MIAMI, FL 33186**

REGISTERED AGENT

The Initial registered agent for the Corporation is Robert Roca located

**14539 SW 141ST PLACE
MIAMI, FL 33186**

VI
DIRECTORS

The Corporation shall have not less than one director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified. The following person will be initial director of the corporation:

Robert Roca

**VII
OFFICERS**

The following persons will be elected to fill the respective offices:

PRESIDENT

**ROBERT ROCA
14539 SW 141ST PLACE
MIAMI, FL 33186**

**VIII
INCORPORATOR**

The name and address of the initial incorporator of the Corporation is as Follows:

**ROBERT ROCA
14539 SW 141ST PLACE
MIAMI , FL 33186**

**IX
GENERAL PROVISIONS**

- (a) The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b) Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital stock in lieu of cash, at a just valuation to be fixed by the Board of Directors.
- (c) A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d) The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses) , to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States

SUBSCRIBED AT MIAMI-DADE COUNTY, Florida, This 28 Day of
January, 2005


Incorporator

Having been named Registered Agent, I Verify that I am Familiar with and accept
the duties and responsibilities of that position.


Registered Agent

FILED
05 FEB -2 PM 3 12
FALLS CHURCH, VIRGINIA

STATE OF FLORIDA)
)
COUNTY OF MIAMI DADE) ss:

The foregoing Articles of Incorporation were acknowledged before me this 28th
day of January, 2005


NOTARY PUBLIC, State of Florida
My Commission Expire



Maria A. Gomer
My Commission DC201124
Expires April 26, 2007