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09/16/05--01005--005 **78.75

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05 SEP 16 PM 12:37

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05 SEP 16 AM 9:58
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W05-43409

B. McKnight SEP 20 2005

Sonstate Research

Requester's Name

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City/State/Zip

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6056-5454

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Wild Rose, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☒ Photocopy ☐ Certificate of Status

NEW FILINGS

☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 19, 2005

SUNSTATE RESEARCH

SUBJECT: WILD ROSE, INC.
Ref. Number: W05000043409

*connected
Please have
date of 9/19/05*

We have received your document for WILD ROSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 605A00057448

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 DIVISION OF CORPORATIONS
 05 SEP 16 PM 12:37

ARTICLES OF INCORPORATION
OF
WILD ROSE OF MAINE, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I
NAME and PRINCIPAL OFFICE

The name of this corporation shall be Wild Rose Of Maine, Inc. and the principal place of business and mailing address of this corporation shall be:

Four Seasons Tower, 15th Floor
 1441 Brickell Avenue
 Miami, Florida 33131-3407

ARTICLE II
PURPOSE

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

ARTICLE III
CAPITALIZATION

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares <u>Authorized</u>	Par Value <u>Per Share</u>	Class of <u>Stock</u>
100	\$ 1.00 Par Value	Common

Upon the sale for cash of any new stock of the same kind, class or series as that which he or she already holds, every shareholder of this corporation shall have the preemptive right to purchase

a pro rata share thereof at the price which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be at Four Seasons Tower, 15th Floor, 1441 Brickell Avenue, Miami, Florida 33131-3407, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Lawrence A. Kellogg, Esq.

ARTICLE V
INITIAL DIRECTORS

The number of directors may be increased or decreased, but shall be not less than one, as specified by the shareholders from time to time. At any time, the shareholders may, by a majority vote, determine that the corporation be managed by the shareholders.

The names and addresses of the initial directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

<u>Name</u>	<u>Address</u>
Lawrence A. Kellogg	Four Seasons Tower, 15 th Floor 1441 Brickell Avenue Miami, Florida 33131-3407
Julie Kellogg	Four Seasons Tower, 15 th Floor 1441 Brickell Avenue Miami, Florida 33131-3407

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator is Lawrence A. Kellogg, Four Seasons Tower, 15th Floor, 1441 Brickell Avenue, Miami, Florida 33131-3407.

ARTICLE VII
DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that such director or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if such director were not such a director or officer of such other corporation, or not so interested.

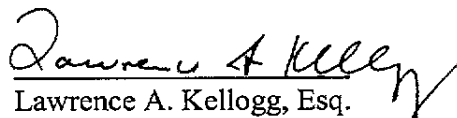
ARTICLE VIII
NO SHAREHOLDER LIABILITY

The private property of the shareholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE IX
INDEMNIFICATION

This corporation shall indemnify its officers, directors and employees to the fullest extent permitted by law, either now or hereafter in effect.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 15th day of September 2005.


Lawrence A. Kellogg, Esq.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

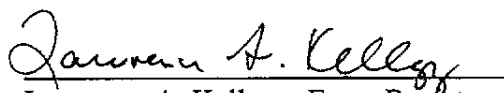
WILD ROSE OF
MAINE

In compliance with the laws of the State of Florida, the following is submitted:

Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Four Seasons Tower, 15th Floor, 1441 Brickell Avenue, Miami, Florida 33131-3407 has named Lawrence A. Kellogg, Four Seasons Tower, 15th Floor, 1441 Brickell Avenue, Miami, Florida 33131-3407, County of Miami-Dade, State of Florida, as its statutory Resident Agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named the statutory Resident Agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with the obligations imposed upon a Registered Agent by Section 607.0505 of the Florida Statutes and I agree to accept the same and to act as Registered Agent, and to comply with the provisions of Florida law relative to keeping the registered office open.


Lawrence A. Kellogg, Esq. , Registered Agent

DATED: this 15th day of September, 2005.

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