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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

FLORIDA PROFIT/NON PROFIT CORPORATION

rox group corporation

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STATE  
DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION (PROFIT)  
OF  
ROX GROUP CORPORATION**

**NELSON S ROSSANDA, being of the age of eighteen (18) years old or more, does hereby make and acknowledge these Articles of Incorporation under and by virtue of the laws of the State of Florida.**

- 1. The name of the Corporation shall be: ROX GROUP CORPORATION**
- 2. The number of shares the corporation is authorized to issue shall be 500 shares all of one class designated as common stock, at \$1.00 per value.**
- 3. The street address and county of the initial principal office of the corporation is: 6365 Collins Ave. # 2207 Miami Beach, Fl. 33141 , Miami-Dade County and the name of the initial register agent at this address is: Nelson S Rossanda at the same address.**
- 4. The number of the directors constituting the initial Board of Directors shall be one director and the name and address of the person whom is to serve as director until the first meeting of shareholders or until their successors are elected and qualified is:**
  - Nelson S Rossanda at 6365 Collins Ave. # 2207 Miami Beach, Fl. 33141**
- 5. To the fullest extent permitted by the State of Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its Shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles inconsistent with these Articles shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment repeal of adoption.**

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(continued from page 1 (Rox Group Corporation))

6. The corporation elects to have preemptive rights.
7. All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.
8. The name and address of the register agent/incorporator is:

Nelson S. Rossanda  
6365 Collins Ave. # 2207  
Miami Beach, FL 33141

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Signature

October 02nd, 2007,  
Date

I, Nelson S. Rossanda agrees, as Register Agent, to accept service of process; to keep the office open during prescribed hours; to post his name and any other officers of said corporation authorized to accept service of process at the above designated address in some conspicuous place in the office as required by law.

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