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**Florida Department of State
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To:
Division of Corporations
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From:
Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT/NON PROFIT CORPORATION

ROSAPRIMA, INC.

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Articles of Incorporation

Article 1: Name and Address of Corporation:

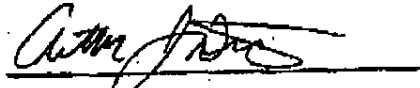
**ROSAPRIMA, INC.
200 S. BISCAYNE BLVD, SIXTH FL.
MIAMI FL 33131**

Article 2: Capital Stock: The number of shares which the corporation has authorized to be outstanding at any one time is 100 shares with .01 par value.

Article 3: Registered Agent Name and Office:

**ARTHUR J. DICHTER
200 S. BISCAYNE BLVD, SIXTH FL.
MIAMI, FL 33131**

*I am familiar with and hereby accept the duties and responsibilities as Register Agent for said corporation.


Signature of Registered Agent

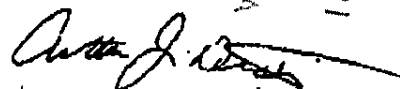
Article 4: The Board of Directors is: (Board of Directors is NOT REQUIRED).
First listed is President, Second is Vice President, then Secretary/Treasurer.

**PRESIDENT
ROSS JOHNSON
CENTRO DE NEGOCIOS LA ESQUINA
OFICINA #8 TORRE 2
CHIMBORAZO 705 Y PAMPITE
CUMBAYA, ECUADOR**

Article 5: Incorporator Name and Address:

**ARTHUR J. DICHTER
200 S. BISCAYNE BLVD, SIXTH FL.
MIAMI, FL 33131**

n witness whereof, I have subscribed my name:


Signature of Incorporator

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