FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM

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LONS FROM: COMPORATE CREATIONS MIAMI

4437 SHERIDAN AVE

CC(H95000001108))) ELECTOR DIVISION OF CORPORATIONS DEPARTMENT OF STATE STATE OF FLORIDA 409 EAST GAINES STREET TALLAHASSEE, FL 32399 FAX: (994) 922-4000

HIAMI BEACH FL 33140-0009

CONTACT: JOSEPH MATA

(((H95000001108)))

PHONE: (305) 538-9091 FAX: (305) 538-8994 TYPE: FLORIDA PROFIT CORPORATION OR P.A. DOCUMENT TYPE:

NAME: ROSEHUD ADVENTISING PRODUCTIONS INC. ER: H95000001108 CURRENT STATUS: REQUESTED TIME REQUESTED: 18:97:86 CERTIFICATE OF STATUS: 1

FAX AUDIT NUMBER: H95000001108
DATE REQUESTED: 01/26/1995
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EFFECTIVE DATE

Articles of Incorporation of Rosebud Advertising Productions Inc.

Articlo I, Namo

The name of this Florida corporation is Rosebud Advertising Productions Inc.

Article II. Address

The mailing address of the Corporation is:

Rosebud Advertising Productions Inc. 4351 SW 52th Court
Ft. Lauderdale, FL 33314

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens, FL 33418

Article V. Board of Directors

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

H95000001108

Corporate Creations International Inc. 4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

EFFECTIVE DATE

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 law. The name of each initial member of the Corporation's Board of Directors is:

Thomas A. Kane Robyn J. Roesser

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 4437 Sheridan Avenue Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of January 26, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on January 26, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata, Secretary

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

CORPORATION:

Rosebud Advertising Productions Inc.

REGISTERED AGENT: Corporate Creations Enterprises Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens, FL 33418

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.

Corporate Creations Enterprises Inc.

Johnny C. Rodriguez, Vice President

By: Joseph P. Mata as Attorney in Fact

Date: January 26, 1995

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Corporate Creations International Inc. 4437 Sheridan Avenue Miami Beach, FL 33140 (305) 538-9091

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FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS \$/5TEM

11:03 AM

ELECTRONIC FILING COVER SHEET CCCH95999992388))) TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE
STATE OF FLORIDA
409 HAST GAINES STREET
TALLAHASSEE, FL 32399

FAX: (904) 922-4000

MIAMI BEACH FL 33140-0000079

FROM: CORPORATE CREATIONS MIAMI

4437 SHERIDAN AVE

CONTACT: JOSEPH MATA PHONE: (305) 938-9091 FAX: (305) 538-8994

((CH9500000Z388)))

FAX: (305) 538-0374

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DOCUMENT TYPE: REGISTERED AGENT CHANGE

NAME: ROSEBUD ADVERTISING PRODUCTIONS INC.

FAX AUDIT NUMBER: 195000002388 CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/01/1905 TIME REQUESTED: 11:03:38

CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0

CERTIFIED COPIES: 0 NUMBER OF PAGES: 2

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June 14, 1995

ROSEBUO ADVERTISING PRODUCTIONS INC.
4351 B.W. 52TH COURT
FT. LAUDERDALE, FL 33314
SUBJECT: HOSEBUO ADVERTISING PRODUCTIONS INC.
REF: P98000007226

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt Corporate Specir FAX Aud. #: H95000002388 Letter Number: 895A00029244

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

STATEMENT OF CHANGE OF REGISTERED AGENT/REGISTERED OFFICE

- 1. Name of Corporation: Rosebud Advertising Productions Inc.
- 2. Street address of current registered office: 4521 POA Boulevani Palm Beach Gardens, FL 33418
- 3. Street address of new registered office: Thomas A. Kane 4351 SW 52th Court Ft. Lauderdale, FL 33314



- 5. Name of new registered agent: Thomas A. Kane
- 6. The street address of the Corporation's new registered office is identical to the street address of the business office of its registered agent.
- 7. The changes set forth in this Statement were authorized by resolution duly adopted by the Corporation's Board of Directors or by an officer of the Corporation so authorized by the Board of Directors.

Reschud Advertising Productions Inc.

No: Bracklant

Date: June 9, 1995

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Statement. 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.

Rosepup Advertising Productions Inc.

ita: President

Date: June 9, 1995

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