# CAPITAL CONNECTION, INC. Cylindra St., Sulte 1, Tallahassee, Fl. 12301, (904)224-8870 RE: Canada Russe!" (M. C. T.)

Capital Express 44
Art. of Inc. File

417 E. Virginia St., Suite 1, Tailahassee, FL 32301, (904)224-8870 Mailing Address Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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TALLATIASSEE, FLORIDA

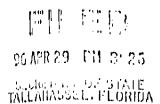
Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

# ARTICLES OF INCORPORATION

OF

CANADA ROSE, INC.



ARTICLE I - Name

The name of the corporation is CANADA ROSE, INC.

**ARTICLE II - Duration** 

This corporation shall exist perpetually.

ARTICLE III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$ 1.00 par value common stock.

ARTICLE V - Initial Registered Office and Agent

The street address and the mailing address of the corporation's principal office as well as that of the initial registered office of this corporation is the same: 6462 Wild Oak Bay Blvd. Unit 247, Bradenton, Florida 34210 and the initial registered agent of this corporation at that address is Frank William King.

# ARTICLE VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Frank William King 6462 Wild Oak Bay Blvd. Unit 247 Bradenton, Fl 34210 Rose Marie King 6462 Wild Oak Bay Blvd. Unit247 Bradenton, Fl 34210

ARTICLE VII - Incorporator

Frank William King 6462 Wild Oak Blvd. Unit 247 Bradenton, Fl 34210

# **ARTICLE VIII - Amendment**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this Later day of April, 1996.

Prank William King

# STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, FRANK WILLIAM KING, known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal in the state and county aforesaid this \_\_\_\_ day of April, 1996.

Anne Mellean

ANNE MC LEAN
COMMISSION & CC 325026
EXPIRES JUL 25, 1998
OF TURN ATLANTIC BONDING CO., INC.

I HEREBY ACCEPT appointment as initial registered agent of the above-named corporation and agree to serve as such until my successor shall have been named by the Directors of the Corporation, and the proper department of the State of Florida notified thereof.

Frank William King

OF PROCESS WITHIN PLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

96 APR 29 PH 31 26

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE POLLOWING IS SUBMITTED:

FIRST THAT CANADA ROSE, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF BRADENTON, STATE OF FLORIDA, HAS NAMED Frank William King, LOCATED AT 6462 Wild Oak Bay Blvd. Unit 247, CITY OF BRADENTON, STATE OF FLORIDA, AS ITS AGFINT TO ACCEPT SERVICE OF PROCESS WITH FLORIDA.

SIGNATURE: SUM (CORPORATE OFFICER)

TITLE: Rescont

DATE Anil 12th 1996

HAVING BEEN NAMED TO ACCEPT SURVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Frank William King
DATE