

7/02/96

FLORIDA DIVISION OF CORPORATIONS

1:43 PM

((H96000009195))

TO: DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

STATE OF FLORIDA

400 EAST GADSDEN STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

CONTACT: LYNN FRIEDMAN

PHONE: (305) 358-2571

FAX: (305) 358-7832

MIAMI FL 33136-288000

((H96000009195))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ROSEBOOK, INC.

FAX AUDIT NUMBER: H96000009195

DATE REQUESTED: 07/02/1996

CERTIFIED COPIES: 1

NUMBER OF PAGES: 2

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 13:43:09

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 070744001530

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000009195))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Menu: <Ctrl R-Shift>

2400 7X1

VT100

Online

FILED
96 JUL -2 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]

RECEIVED
96 JUL -2 PM 3:23
DIVISION OF CORPORATIONS

H96-09195

ARTICLES OF INCORPORATION

of ROSEBOOK, INC.
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: ROSEBOOK, INC.
Address of the Corporation: 17840 N.E. 8th AVENUE
NORTH MIAMI BEACH, FLORIDA 33162

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100.
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
17840 N.E. 8th AVENUE NORTH MIAMI BEACH, FLORIDA 33162
and the name of the initial registered agent at such address is DONNA BOOK

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Donna Book
Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. DONNA BOOK 17840 N.E. 8th AVENUE NO. MIAMI BEACH, FLORIDA 33162
DAVID ROSENFIELD 8020 CRESPI BLVD. MIAMI BEACH, FLORIDA 33141

Article 7: The Name and address of the incorporator is:

DONNA BOOK 17840 N.E. 8th AVENUE NORTH MIAMI BEACH, FLORIDA 33162

In witness whereof I have subscribed my name

Donna Book
Signature of Incorporator

DONNA BOOK

H96-09195
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571