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CORP CREATIONS

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((H9600009411)) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: CORP CREATIONS INTERNATIONAL IN
DEPARTMENT OF STATE 501 OCEAN DR
STATE OF FLORIDA SUITE 302
409 EAST OCEAN STREET MIAMI BEACH, FL 33139-0000
TALLAHASSEE, FL 32309-0000 CONTACT: JOHNNY C RODRIGUEZ
FAX: (904) 521-4000 PHONE: (305) 672-0686
FAX: (305) 672-9110

((H9600009411)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ROTH INTERNATIONAL ENTERPRISES INC.
FAX AUDIT NUMBER: H9600009411 CURRENT STATUS: REQUESTED
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DIVISION OF CORPORATIONS

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**Articles of Incorporation
of
Roth International Enterprises Inc.**

Article I. Name

The name of this Florida corporation is:
Roth International Enterprises Inc.

Article II. Address

The mailing address of the Corporation is:
Roth International Enterprises Inc.
3642 Airport Road, Unit #2
Box 15
Boca Raton FL 33431

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 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 #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 Corporation.

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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:

Mary A. Roth

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective July 8, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on July 8, 1996

Corporate Creations International Inc.

By: 
Luis A. Uriarte Vice President

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:

Roth International Enterprises Inc.

REGISTERED AGENT:

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

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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.
Luis A. Uriarte, Vice President

Date: 7/3/95

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

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ROTH INTERNATIONAL ENTERPRISES, INC.

P96000057305

August 7, 1996

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

Dear Sir:

CHANGE OF ADDRESS:

FROM: 3642 Airport Road
Unit 2, Box 15
Boca Raton, FL 33431

TO: 102 NE 2nd Street
Suite 219
Boca Raton, FL 33432

Articles of Incorporation were filed July 8, 1996 and assigned document number P96000057305.
Please advise if you need any further information.

Sincerely,



Mary Anne Roth
President