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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: ROCKBOTTOM TRADING CORP.
AUDIT NUMBER.....H96000018157
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(T)

ARTICLES OF INCORPORATION

H96.000018157

OF

ROCKBOTTOM TRADING CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I : NAME

The name of the corporation shall be

ROCKBOTTOM TRADING CORP.

ARTICLE II : PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

2663 E. Sunrise Blvd.
Suite 175
Ft. Lauderdale, FL 33304

ARTICLE III : CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having \$1.00 par value.

Eddie Nurfell, Esq.
915 Middle River Drive, Suite 309
Ft. Lauderdale, FL 33304
(954) 864-9291
FL BAR # 889040

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ARTICLE IV : INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is

Erez Nurieli
2663 E. Sunrise Blvd.
Suite 175
Ft. Lauderdale, FL 33304

ARTICLE V : INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is

Erez Nurieli
2663 E. Sunrise Blvd.
Suite 175
Ft. Lauderdale, FL 33304

ARTICLE VI : OFFICERS

The name and address of the officers and directors of the corporation is Erez Nurieli, President/Secretary, and Ireno Nurieli, Vice President, 2663 E. Sunrise Blvd., Suite 175, Ft. Lauderdale, FL 33304

The undersigned has executed these Articles of Incorporation this 27th day of December, 1996.


Signature/Title

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is:

ROCKBOTTOM TRADING CORP.

2. The name and address of the registered agent and office is:

Rez Nuricki
2663 E. Sunrise Blvd.
Suite 175
Ft. Lauderdale, FL 33304

Gemma Nuriell
(corporate officer)

President
Title

12/20/96
Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Gemma Nuriell
SIGNATURE

12/30/96
DATE