TRANSMITTAL LETTER

Name of corporation:

Rosesther Communications, Inc.

Street address of the corporation

1605 S. Missouri Ave. /Suite 15 Clearwater, FL 34616-1220

DEAR CORPORATIONS DIVISION:

Please find enclosed:

- 1. An original Articles of incorporation and one copy for the above named corporation.
- 2. A certified check or money order in the amount of \$ 70.00

for filing fees.

is not requested. A certified copy

If a certified copy is requested, the additional fee in the amount of \$

is enclosed.

Please send responses or receipts concerning this filing to the above address. Thank you very much.

Dato:

March 28, .1997

Name of Incorporator: Jane D. Stahle Jane d. Stoll

Signature of incorporator:

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ARTICLES OF INCORPORATION of

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Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporation tor submits these articles of incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

Rosesther Communications, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

1605 S. Missouri Ave. /Suite 15 Clearwater, FL 34616-1220

Article 3. The corporation is authorized to issue one class of stock, that being shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Jane D. Stahler 1605 S. Missouri Ave. /Suite 15

Article 5. The name and street address of the incorporator 81 this corporation is:

Same As Above

Article 6. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Dato:

March 28, 1997

Name of Incorporaotr:

Jane D. Stahler Jane M. Stahler

Signature of incorporator:

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CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name and address of the corporation's registered agent and registered office is:

Jane D. Stahler

Name

Rosesther Communications, Inc.

Street address

1605 S. Missouri Ave. /Suite 15 Clearwater, FL 34616-1220

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Having been named as the 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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jane D. Stalle

Signature of registered agent:

Date of signature: March 28, 1997