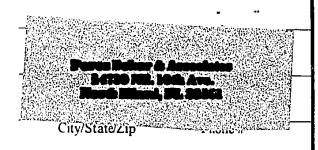
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NEW FILINGS	AMEND	MENTS	<b>9</b>
Profit	Amendmen	t	

NEW FILINGS	17.44	AMENDMENTS
Profit		Amendment
NonProfit		Resignation of R.A., Officer/ Director
Limited Liability		Change of Registered Agent
Domestication		Dissolution/Withdrawal
Other		Метдет

7	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION
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Limited Partnership
 Reinstatement
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Other

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Examiner's Initials



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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 8, 1997

PEREZ BEHAR & ASSOCIATES 14730 N.E. 10TH AVENUE NORTH MIAMI, FL 33161

SUBJECT: ROSA, CORP. Ref. Number: W97000008130

We have received your document for ROSA, CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 497A00017557



## SECTION OF STATE SECTION OF S

#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 27, 1997

PEREZ BEHAR & ASSOCIATES 14730 N.E. 10TH AVENUE NORTH MIAMI, FL 33161

SUBJECT: D.R.O.P.S., CORP. Ref. Number: W97000007128

We have received your document for D.R.O.P.S., CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

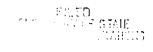
The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 897A00015552



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### ARTICLES OF INCORPORATION OF

#### ROSA, CORP.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

#### ARTICLE I

The name of this corporation shall be:

ROSA, CORP.

#### ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$1.00 par value.

#### ARTICLE IV

The corporation shall begin with \$100.00 capital.

#### ARTICLE V

The period of its duration is perpetual.

#### ARTICLE VI

The address of its principal office is: 14730 N.E. 10TH AVENUE N MIAMI, FL. 33161

#### ARTICLE VII

The number of directors constituting its initial Board of Directors is whose name(s) and address(es) is(are):

RICARDO HELDER GURGEL 24.5% 9345 S.W. 77TH AVENUE # 207 MIAMI, FL. 33156 PRESIDENT ZAGMA GURGEL 24.5% 9345 S.W. 77TH AVENUE #207 MIAMI, FL.33156 VICE-PRESIDENT

#### ARTICLE VIII

The name and address of the subscriber is:

DROPS, LTD. 51% JOAO PESSOA-PB-BRASIL BESSA CEP 58000 AV. JOAO MAURICIO 2285

#### ARTICLE IX

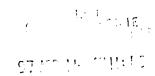
Permanent agent and address for the corporation is:

PEREZ BEHAR & ASSOCIATES, INC. 14730 N.E.10TH AVE. N MIAMI, FL. 33161

#### ARTICLE X

Shareholders shall be entitled to preemptive/rights,

RICARDO HETDER GUNGEL



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

FIRST THAT ROSA, CORP. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED PEREZ, BEHAR & ASSOCIATES, INC. AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature

RICARDO HELDER GURGEL

Title PRESIDENT

HAVING BEEN NAMED TO ACCEPT SERVICE 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

RAMON PEREZ

PÉREZ, BEHAR'S ASSOCIATES, INC.

Date 4-11-97