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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

China Rose Inc.

- Walk In
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Pick Up Time _____

- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
- ALL CHARTER DOCS

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TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

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DIVISION OF CORPORATION

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

P. Hall

JUN 15 1998
(4)

Ordered By: _____

Date: _____

ARTICLES OF INCORPORATION
OF
CHINA ROSE, INC.

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98 JUN 15 PM 4:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION,
NATURAL PERSONS COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION
UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME.

THE NAME OF THE CORPORATION SHALL BE:

CHINA ROSE, INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

5052 DYKES ROAD FT LAUDERDALE, FL 33331

ARTICLE II. NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE OR TRANACT IN ANY OR LAWFUL
ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED
STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY,
TERRITORY OR NATION.

ARTICLE III. CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 500 SHARES OF
COMMON STOCK HAVING \$1.00 PAR VALUE PER SHARE.

ARTICLE IV. ADDRESS

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORP-
ORATION SHALL BE:

5052 DYKES ROAD FT LAUDERDALE, FL 33331

AND THE NAME OF THE INITIAL REGISTERED AGENT OF THE CORPORATION
AT THAT ADDRESS IS:

PAMELA RAPPAPORT

ARTICLE V. TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI. PREEMPTIVE RIGHTS

EVERY SHAREHOLDER UPON SALE FOR CASH OF ANY NEW STOCK OF THIS
CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE
ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA
SHARE THEREOF AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VII. SPECIAL PROVISIONS

IT IS THE INTENT OF THE INCORPORATOR THAT THE CORPORATION WILL QUALIFY UNDER SECTION 1244 OF THE INTERNAL REVENUE SERVICE.

ARTICLE VIII. OFFICERS AND DIRECTORS

THIS CORPORATION SHALL HAVE ONE OFFICER AND ONE DIRECTOR INITIALLY. THE NAME AND STREET ADDRESSES OF THE INITIAL OFFICER AND DIRECTOR WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATION, OR UNTIL A SUCCESSOR IS ELECTED OR APPOINTED ARE:

PAMELA RAPPAPORT P/T/S
5052 DYKES ROAD
FT LAUDERDALE, FL 33331

ARTICLE IX. SUBSCRIBER

THE NAME AND STREET ADDRESS OF THE SUBSCRIBER TO THESE ARTICLES OF THE INCORPORATION IS:

PAMELA RAPPAPORT
5052 DYKES ROAD
FT LAUDERDALE, FL 33315

IN WITNESS WHEREOF, THE UNDERSIGNED HAVE SET THEIR HANDS AND SEAL
THIS 9TH DAY OF JUNE 1998.

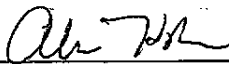

PAMELA RAPPAPORT

(SEAL)

STATE OF FLORIDA
COUNTY OF BROWARD

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THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS TALLAHASSEE, FLORIDA
9TH DAY OF JUNE, 1998.

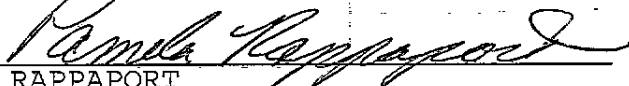


NOTARY PUBLIC

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
ALAN H. RUBIN
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC678533
MY COMMISSION EXP. SEPT. 29, 2001

I HEREBY ACCEPT MY APPOINTMENT AS REGISTERED AGENT.



PAMELA RAPPAPORT