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PATENT AND TRADEMARK
MATTERS

FILED STATE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -7 PM 1:17

June 4, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900002896669--6
-06/07/99--01119--004
****122.50 *****78.75

Re: Articles of Incorporation -
TUTTA ROSA INCORPORATED
Our Ref.: MARCG199

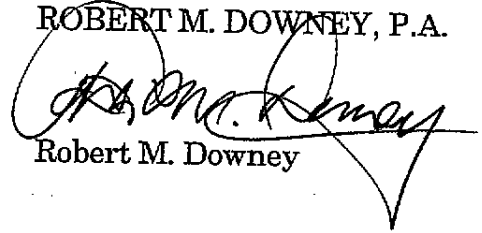
Dear Sirs:

Enclosed please find Articles of Incorporation, in duplicate, to be filed with the State of Florida regarding the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the appropriate filing and certified fees. Please send the certified copy of the Articles to our office in the enclosed, self-addressed envelope.

Kindest regards,

Sincerely yours,

ROBERT M. DOWNEY, P.A.


Robert M. Downey

RMD/sk
Encls.

Trace
m: Robert M. Downey GAVE
AUTHORIZATION BY PHONE TO
CORRECT *R/A address*
DATE *6/7/99*
DOC. EXAM *Doris Brown*

ARTICLES OF INCORPORATION
OF
TUTTA ROSA INCORPORATED

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN -7 PM 1:17

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be TUTTA ROSA INCORPORATED

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
3043 N.W. 107 Avenue, Miami, FL 33172.

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 a par value of \$1.00 per share.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V: OFFICERS-DIRECTORS

The name(s) and address(es) of the initial officer(s) and director(s), if any, are:

Christine Martindale - President - P.O. Box 524306, Miami, FL 33152

Sandra Jahnke - Vice President - 1353 Summitt Drive, Lake Oswego, OR
97034

Christine Martindale - Secretary and Treasurer - P.O. Box 524306, Miami, FL
33152

ARTICLE VI: INCORPORATORS

The names and addresses of the incorporators to these Articles of
Incorporation are as follows:

Christine Martindale, P.O. Box 524306, Miami, FL 33152

Maria Clara Correa, Vicente Rio Frio, Ecuador

Sandra Jahnke, 1353 Summitt Drive, Lake Oswego, OR 97034

The undersigned has executed these Articles of Incorporation this 2 day of

June, 1999.


Christine Martindale

STATE OF FLORIDA)
)SS:
 COUNTY OF DADE)

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 JUN -7 PM 1:17

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 office/agent, in the State of Florida.

1. The name of the corporation is TUTTA ROSA INCORPORATED.
2. The name and address of the registered agent and office is: Christine Martindale, 3043 N.W. 107 Avenue, Miami, FL 33172.

Date: June 3, 1999

Christine Martindale
 Christine Martindale
 3043 N.W. 107 Avenue
 Miami, FL 33172

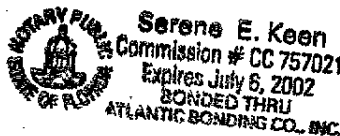
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM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

Date: June 3, 1999

Christine Martindale
 Christine Martindale

Subscribed and sworn to before me
 this 3rd day of June,
 1999.

Serene E. Keen
 Notary Public



____ Personally known to me

✓ Produced identification
 Type of identification: Driver's License