

F990000007/3
TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ROYAL PALM INTERNATIONAL INCORPORATE
(Name of corporation - must include suffix)

000002755870--9
T -01/27/99--01016--001
****131.25 *****87.50

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W99-2165

AREEN KAO, CPA

(Name of Person)

AREEN KAO, CPA, P.C.

(Firm/Company)

4 EAST EXECUTIVE PARK SUITE 130

(Address)

ATLANTA, GA 30329

(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB - 8 AM 10:11

902/8

Should you need to call someone concerning this matter, please call:

AREEN KAO

(Name of Person)

at (404) 636-2899

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 28, 1999

AREEN KAO, CPA
AREEN KAO, CPA, P.C.
4 EAST EXECUTIVE PARK, STE. 130
ATLANTA, GA 30329

SUBJECT: ROYAL PALM INTERNATIONAL, INC.
Ref. Number: W99000002165

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We have received your document for ROYAL PALM INTERNATIONAL, INC. and your check(s) totaling \$131.25. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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 (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 099A00003810



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 3, 1999

AREEN KAO, CPA
AREEN KAO, CPA, P.C.
4 EAST EXECUTIVE PARK, STE. 130
ATLANTA, GA 30329

SUBJECT: ROYAL PALM INTERNATIONAL, INC.
Ref. Number: W99000002165

We have received your resolution form; however, the name that you have adopted, "4 KIDS COMPANY LTD," is also not available for use in Florida. Please adopt another name.

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 (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 499A00004625

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DIVISION OF CORPORATIONS
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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned XIAO QIONG DAI, do hereby certify
(Name)

that this Resolution of the Board of Directors of _____

ROYAL PALM INTERNATIONAL INCORPORATE

(Corporate Name)

a corporation duly organized and existing under the laws of the State of GEORGIA,

was duly adopted on AUGUST 22, 19 94.

Be it resolved, that ROYAL PALM INTERNATIONAL INCORPORATE,
(Corporate Name)

organized and existing in the State of GEORGIA, hereby adopts the name

DAI & TU COMPANY

for use in Florida.

Dated: FEB 5, 1999

Xiao Qiong Dai
Signature of either Chairman/Vice Chairman or any officer

XIAO QIONG DAI
Type or print name

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. ROYAL PALM INTERNATIONAL, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. GEORGIA 3. 58-2123304
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/22/94 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. JANUARY 1, 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 4 EAST EXECUTIVE PARK SUITE 130
ATLANTA, GA 30329
(Current mailing address)

8. TO ENGAGE IN THE IMPORT/EXPORT BUSINESS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box acceptable)

Name: XIAO FU DAI

Office Address: 33376 ROWNTREE RD

DADE CITY, Florida, 33523
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

XIAO FU DAI
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: XIAO QIONG DAI

Address: 33376 ROWNTREE RD
DADE CITY, FLORIDA 33523

Vice Chairman: HONG TU

Address: 33376 ROWNTREE RD
DADE CITY, FLORIDA 33523

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: XIAO QIONG DAI

Address: 33376 ROWNTREE RD DADE CITY, FLORIDA 33523

Vice President: _____

Address: _____

Secretary: HONG TU

Address: 33376 ROWNTREE RD DADE CITY, FLORIDA 33523

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Xiao Qiong Dai
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. XIAO QIONG DAI, PRESIDENT
(Typed or printed name and capacity of person signing application)

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K90190078
CONTROL NUMBER : K421396
DATE INC/AUTH/FILED: 08/22/1994
JURISDICTION : GEORGIA
PRINT DATE : 01/19/1999
FORM NUMBER : 211

AREEM KAO
4 EAST EXECUTIVE PARK STE 130
ATLANTA GA 30329

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CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ROYAL PALM INTERNATIONAL, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



CATHY COX
SECRETARY OF STATE

