

Division of Corporations

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Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : MAGGIE PAIK
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

MAGMA DIAMOND TOOLS, INC

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION
OF
MAGMA DIAMOND TOOLS, INC.
(a Corporation for Profit)

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I- NAME

The name of the Corporation shall be MAGMA DIAMOND TOOLS, INC.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the Corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The purpose for which the Corporation is organized is to do all things that are not forbidden by the Florida Corporation Laws or by other laws or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE IV - CAPITAL STOCK

Number. The aggregate number of shares that the Corporation shall have the authority to issue is 1000 shares of Capital stock with a par value of \$1.00 per share.

Stated capital. The sum of the par value of all shares of Capital stock of Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

Dividends. The holder(s) of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

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ARTICLE V - ADDRESS

The initial street address in Florida of the initial registered office of the Corporation is 790 SR 434, Suite 110, Altamonte Springs, FL, 32714 and the name of the initial registered agent is Young Cha Proctor and her signature below connotes acceptance of this designation.

ARTICLE VI - DIRECTORS

The initial Board of Director and Officer shall consist of TWO members, who need not be a resident of the State of Florida or a Shareholder of the Corporation.

The names and addresses of the person who shall serve as officers until the first annual meeting of shareholders or until their successors have been elected and qualified, are as follows:

NAME

ADDRESS

YOUNG CHA PROCTOR
Director, President & Secretary

163 Villa Di Este Terrace
#205
Lake Mary, FL 32746

TAE WON KIM
Director, Vice-President

163 Villa Di Este Terrace
#205
Lake Mary, FL 32746

ARTICLE VII - INCORPORATOR

The name and address of the initial incorporator is as follow:

NAME

ADDRESS

YOUNG CHA PROCTOR

163 Villa Di Este Terrace
#205
Lake Mary, FL 32746

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ARTICLE VIII - AMENDMENTS

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a two thirds vote of the common stock

ARTICLE IX - PREEMPTIVE RIGHTS

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money or any stock or services, from time to time, in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE X - ADDRESS OF PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

790 SR 434
Suite 110
Altamonte Springs, FL 32714

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TALLAHASSEE FLORIDA

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ARTICLE XI - LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his service shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for service concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as matter of law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th Day of October, 2002.

Young Cha Proctor

Young Cha Proctor

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