

PO7000072666

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

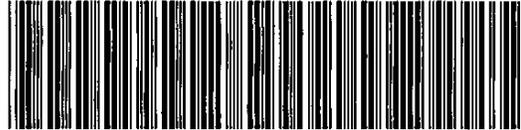
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000104308250

FILED

2007 JUN 21 AM 10:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

07 JUN 21 AM 10:41

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. Shivers JUN 22 2007



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 960378 7386088
AUTHORIZATION : [Signature]
COST LIMIT : \$ 50.00

ORDER DATE : June 21, 2007
ORDER TIME : 9:16 AM
ORDER NO. : 960378-005
CUSTOMER NO: 7386088

CERTIFICATE OF DOMESTICATION

NAME: CHINA DIRECT, INC.

EFFECTIVE DATE:

XX CERTIFICATE OF DOMESTICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake -- EXT# 2959

EXAMINER'S INITIALS:

FILED
2007 JUN 21 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 960378 7386088

AUTHORIZATION :

Spuddean

COST LIMIT : \$ 78.75

ORDER DATE : June 21, 2007

ORDER TIME : 9:14 AM

ORDER NO. : 960378-010

CUSTOMER NO: 7386088

DOMESTIC FILING

NAME: CHINA DIRECT, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: _____

FILED
 2007 JUN 21 AM 10:12
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CHINA DIRECT, INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of this Corporation shall be: CHINA DIRECT, INC.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 5301 North Federal Highway, Suite 120, Boca Raton, Florida 33487.

FILED
2007 JUN 21 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be one billion (1,000,000,000) shares of Common Stock, par value \$.0001 per share, and ten million (10,000,000) shares of Preferred Stock, par value \$.0001 per share.

Classes and series of the Preferred Stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such classes or series of Preferred Stock as adopted by the Board of Directors.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially.

Yuejian James Wang
5301 North Federal Highway, Suite 120
Boca Raton, Florida 33487

Marc Siegel
5301 North Federal Highway, Suite 120
Boca Raton, Florida 33487

David Stein
5301 North Federal Highway, Suite 120
Boca Raton, Florida 33487

ARTICLE VIII
INCORPORATOR

The name address of the person signing these Articles of Incorporation as the Incorporator is James M. Schneider, Esq., 2200 N.W. Corporate Boulevard, Suite 210, Boca Raton, Florida 33431.

ARTICLE IX
INDEMNIFICATION

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation, provided that such person is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another Corporation, provided that such person is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly

prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact such person is or was an officer, employee or agent of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of this paragraph may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

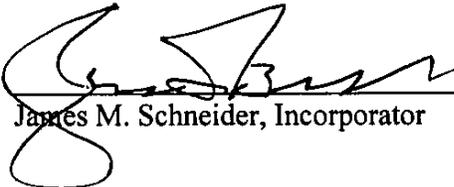
ARTICLE X
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XI
CONTROL SHARE ACQUISITIONS

This Corporation expressly elects to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on the 18th day of June 2007.



James M. Schneider, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE FOR PROCESS**

CHINA DIRECT, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 5301 North Federal Highway, Suite 120, Boca Raton, Florida 33487 has named Corporation Services Company whose address is 1201 Hays Street, Tallahassee, Florida 32301 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

CORPORATION SERVICES COMPANY

By: *Sarah K. Drake*

**Sarah K. Drake
as its agent**

FILED
2007 JUN 21 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA