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TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (904) 922-4000 FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: TRUNG HY CO. U.S.A. IMPORT EXPORT, INC.  
FAX AUDIT NUMBER: H95000001923 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 02/16/1995 TIME REQUESTED: 11:17:13  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 6 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003265

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STATE OF FLORIDA  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF

TRUNG MY CO. U.S.A. IMPORT EXPORT, INC.

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.

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ARTICLE I

The name of the corporation is TRUNG MY CO. U.S.A. IMPORT EXPORT, INC., with its principal place of business at 1053 N.W. 163 Street, Miami, Florida.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be when these Articles of Incorporation are received and accepted by the Secretary of State of Florida.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock to have outstanding is 60 shares of Common Stock of a par value of NONE. Holders of Common Stock shall not

Prepared by: Eli Kaplan, Esquire  
KAPLAN & MILLER, P.A.  
999 Ponce de Leon Blvd., Suite 20  
Coral Gables, Florida 33134 P.B.No.: 472417  
(305) 445-2727

Kaplan & Miller, P.A. • 999 Ponce de Leon Blvd., Suite Twenty • Coral Gables, Florida 33134 • (305) 445-2727

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have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE V

The street address of the initial registered office of the corporation in the State of Florida is 1853 N.E. 163 Street, Miami, Florida. The name of the initial registered agent of this corporation at that address is KHUONG APPOLAIRE.

ARTICLE VI

INITIAL BOARD OF DIRECTOR(S)

The corporation shall have eight (8) director(s) initially. The number of director(s) may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

The name and street address of the initial director(s) of this corporation are : DANNY QUACH, President, 5931 S.W. 96 Avenue, Miami, Florida 33173; MAY QUACH, Vice President, Secretary, Director, 5931 S.W. 96 Avenue, Miami, Florida 33173; LINDA TAO, Director, 490 N.E. 158 Street, Miami, Florida, BARBARA QUACH, Director, 5931 S.W. 96 Avenue, Miami, Florida 33173, KHO DANG QUACH, Director, 5931 S.W. 96 Avenue, Miami, Florida 33173, HOANG BO QUACH, Director, 5931 S.W. 96 Avenue, Miami, Florida 33173, QUAN AI TRUONG, Director, 5931 S.W. 96 Avenue, Miami, Florida 33173 and KHUONG APPOLAIRE, Director, 10824 S.W. 89 Lane, Miami, Florida 33176.

ARTICLE VII

INCORPORATOR(S)

The name and address of the incorporator(s) to these

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Articles of Incorporation is KHUONG APPOLAIRE, 10824 S.W. 89 Lane, Miami, Florida 33176.

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

ARTICLE XI-BUY-OUT PROVISION

Should any stockholder desire to sell his or her stock, said stockholder shall so notify the other stockholders, in writing, of his or her intentions to sell. That upon receipt of said notification, the corporation shall authorize the accountant then employed by said corporation to make a full and complete audit of

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the books of said corporation, using standard accounting methods and principles in order to determine the book value of said corporation. Upon determination of the book value, the price of the stock shall be the buy-out figure and the person so desirous of selling must accept the price as set forth by the accountant. The remaining stockholder or stockholders shall purchase said stock in proportionate shares to the percentages that they presently own and the seller shall get 50% of the purchase price within thirty days from the date that the audit is completed and the balance thirty days thereafter.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(ve) executed these Articles of Incorporation this 2 day of February, 1995.

Khuong Appolairre  
KHUONG APPOLAIRE

STATE OF FLORIDA )  
COUNTY OF DADE ) SS.:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments personally appeared KHUONG APPOLAIRE to me known to be the person(s) described as Subscriber(s) in, and who executed the foregoing Articles of Incorporation, and he (they) acknowledged before me having subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 2 day of February, 1995.

Maria S. Lao  
NOTARY PUBLIC  
State of Florida

My Commission Expires:

MARIA S LAO  
NOTARY PUBLIC STATE OF FLORIDA  
My Comm Exp 7/17/96  
COMM NBR CC21338C

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In pursuance of Chapter 40.091, Florida Statutes, the following is submitted in compliance with said Act:

First, TRUNG NY CO., U.S.A. IMPORT EXPORT, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has designated KHUONG APPOLAIRE, 1853 N.E. 163 Street, Miami, Florida, as its agent to accept service of process within this State. Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY: *Kh Appolaire*  
KHUONG APPOLAIRE  
Registered Agent

TALLAHASSEE, FLORIDA

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