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May-Wong Chou

Attorney at Law

February 12, 1998

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

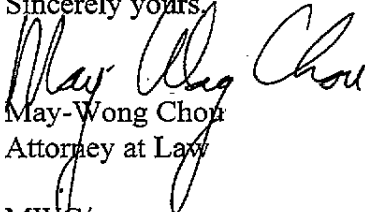
RE: Incorporation of CHOU CHOU ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Chou Chou Enterprises, Inc., as well as a check in the amount of \$70.00 for filing fees.

Please feel free to contact this office with any questions.

Sincerely yours,


May-Wong Chou
Attorney at Law
MWC/s

000002431970-9
-02/16/98-01119-002
*****70.00 *****70.00

FILED
98 FEB 16 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

121 North Osceola Avenue, Suite 312, Clearwater, Florida 33755
(813)461-7754 fax: (813)461-6952, email: maywong@earthlink.net

B. REGISTER FEB 1 / 1998

**ARTICLES OF INCORPORATION
OF
CHOU CHOU ENTERPRISES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for profit pursuant to the laws of the State of Florida, does hereby certify as follows:

ARTICLE ONE

The name of this corporation shall be:

CHOU CHOU ENTERPRISES, INC.

ARTICLE TWO

The general nature of the business to be transacted by the corporation and the purpose for which it is formed is any or all lawful activity or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE THREE

The term for which this corporation shall exist shall be perpetual.

ARTICLE FOUR

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 100 shares at a par value of \$1.00 per share, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. Stock ownership is as follows:

Simon Chou - 50 shares

Claudia Johnson - 50 shares

ARTICLE FIVE

The beginning capital of this corporation shall be \$1000.00.

ARTICLE SIX

The corporation shall have the following Director:

Simon Chou, 100 Pierce Street, #501, Clearwater, FL 33756 - Director

Claudia Johnson, 100 Pierce Street, #501, Clearwater, FL 33756 - Director

ARTICLE SEVEN

The street and mailing address in the State of Florida of the principal office of the corporation is:

121 North Osceola Avenue, Ste. 312

Clearwater, Florida 33755

Prepared by: May-Wong Chou, Esq., FB# 0008222
121 N.Osceola Avenue, Ste. 312, Clearwater, FL 33755, (813)461-7754

ARTICLE EIGHT

The officers of the corporation shall be:

PRESIDENT; SECRETARY: Simon Chou, 100 Pierce Street, #501, Clearwater,
Florida 33756
VICE-PRESIDENT; TREASURER: Claudia Johnson, 100 Pierce Street, #501,
Clearwater, Florida 33756

ARTICLE NINE

The registered agent and registered office of this corporation shall be:

May-Wong Chou, Esq.
121 North Osceola Avenue, Ste. 312
Clearwater, Florida 33755

ARTICLE TEN

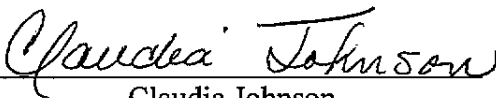
The name and street address of the persons signing these Articles of Incorporation as incorporators are as follows:

Simon Chou- 100 Pierce Street, #501, Clearwater, FL 33756
Claudia Johnson- 100 Pierce Street, #501, Clearwater, FL 33756

IN WITNESS WHEREOF, the undersigned have made, incorporated, and acknowledged these Articles of Incorporation this 12 day of February, 1998.

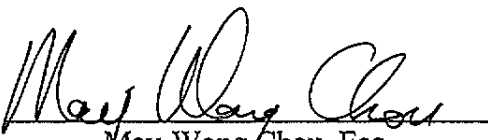


Simon Chou



Claudia Johnson

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT. I, MAY-WONG CHOU, ESQ., hereby accept designation as Registered Agent on this 12 day of February, 1998.



May-Wong Chou, Esq.
121 N. Osceola Avenue, Ste. 312
Clearwater, Florida 33755

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