

P98 000049423

Caroline Bell
Tax Savers
5390 Hoffner Avenue
Orlando, FL 32812

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

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-06/01/98--01089--003
*****70.00 *****70.00

RE: Sunflower Chinesse Kitchen, Inc.

May 29, 1998

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL ARTICLES OF CORPORATION AND A COPY, TOGETHER WITH A CHECK IN THE AMOUNT OF \$70.00.

THIS REPRESENTS THE COST OF THE FILING FEES AND THE FEE FOR THE REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

SINCERELY,

Caroline Bell

Caroline Bell
Tax Savers
5390 Hoffner Avenue
Orlando, FL 32812
407-381-4100
407-381-4422 Fax

FILED
98 JUN -1 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

86-3-3

ARTICLES OF INCORPORATION
of
Sunflower Chinesse Kitchen, Inc.

FILED
98 JUN -1 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

ARTICLE I - CORPORATE NAME AND ADDRESS

The name of the corporation is:

Sunflower Chinesse Kitchen, Inc.

The corporate address is:

5152 S. Conway Road
Orlando, FL 32812

The mailing address is:

3461 Bellingham Drive
Orlando, FL 32825

ARTICLES II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five thousand shares (5,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME: Kenny Kam Chan
ADDRESS: 3461 Bellingham Drive
CITY: Orlando, FL 32825

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of the corporation are as follows:

NAME: Kenny Kam Chan
ADDRESS: 3461 Bellingham Drive
CITY: Orlando, FL 32825

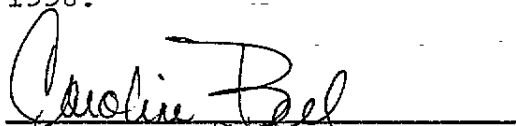
NAME: Yuk Kwan Tang
ADDRESS: 3461 Bellingham Drive
CITY: Orlando, FL 32825

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

NAME: Caroline Bell
ADDRESS: 5390 Hoffner Avenue
CITY: Orlando, FL 32812

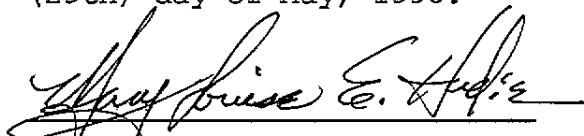
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this twenty ninth (29th) day of May, 1998.



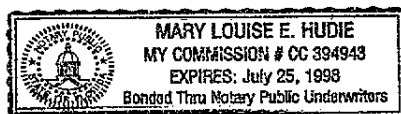
Caroline Bell

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Caroline Bell, personally known by me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this twenty ninth (29th) day of May, 1998.



Mary Louise E. Hudie
Notary Public, State of Florida at Large



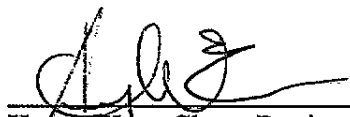
**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

OF

Sunflower Chinesse Kitchen, Inc.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Kenny Kam Chan, Registered Agent

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98 JUN - 1 AM 9:26
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TALLAHASSEE, FLORIDA