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LAW OFFICES OF
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EFFECTIVE DATE
7-10-98

July 15, 1998

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

900002591049--3
-07/16/98-D1082-011
*****78.75 *****78.75

RE: Incorporation of Chi Institute of Chinese Medicine, Inc.

Dear Sir or Madam:

At the request of our client, Mr. Huisheng Xie, we are sending you the following documents to initiate the process of incorporation of Chi Institute of Chinese Medicine, Inc.:

1. a Transmittal Letter,
2. a check in the amount of \$78.75, and
3. an original and one (1) copy of Article of Incorporation of Chi Institute of Chinese Medicine, Inc.

After your process, please kindly forward the Certificate to our above listed address. If you have any question or concerns about this matter, please do not hesitate to call us at the above listed telephone number.

Thank you, in advance, for your cooperation and attention to this matter.

Sincerely,

Chun-te Wu

Chun-te Wu, Esq. (Mark)

FILED
98 JUL 16 PM 2:42
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

7-17-98
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EFFECTIVE DATE
7-10-98

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CHI INSTITUTE OF CHINESE MEDICINE, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I
NAME

The name of the corporation ("Corporation") is Chi Institute of Chinese Medicine, Inc.

ARTICLE II
NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of Florida, except that it is not to conduct banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition activity or business.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is one hundred (100) shares non par value Common Stock. All Common Stock shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V
TERM OF EXISTENCE

This corporation shall exist perpetually, commencing the 10th day of July, 1998.

ARTICLE VI
ADDRESS

The initial street address of the principal office of the Corporation in the State of Florida is 9791 NW 160th Street, Reddick, Florida 32686. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII
DIRECTORS

This Corporation initially shall have two (2) directors. The number of directors may be increased or diminished from time to time by virtue of by-laws adopted by the stockholders but shall never be less than one (1).

ARTICLE VIII
INITIAL DIRECTORS

The names and address of the persons who will serve on the initial board of directors are:

<u>Name:</u>	<u>Address:</u>
Huisheng Xie	9791 NW 160th Street Reddick, FL 32686
Yanru Zhao	9791 NW 160th Street Reddick, FL 32686

ARTICLE IX
INITIAL OFFICERS

The names and addresses of the officers of this corporation, who, subject to these Articles of Incorporation, the by-laws of this Corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this Corporation, or until an election is held by the directors of this Corporation for the election of permanent officers, or until the successors have been duly elected and qualified are:

<u>Name:</u>	<u>Address:</u>	<u>Office:</u>
Huisheng Xie	9791 NW 160th Street Reddick, FL 32686	President
Yanru Zhao	9791 NW 160th Street Reddick, FL 32686	Secretary/Treasurer

ARTICLE X
REGISTERED AGENT

The Corporation has named Huisheng Xie located at the Corporate address as its initial registered agent for the Corporation to accept service of process within the State of Florida.

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law; every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII
INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XIII
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Name:

Huisheng Xie

Address:

9791 NW 160th Street
Reddick, FL 32686

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of July, 1998.



Huisheng Xie

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CHI INSTITUTE OF CHINESE MEDICINE, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Huisheng Xie

Huisheng Xie, Registered Agent

Date: July 14, 1998.

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TALLAHASSEE, FLORIDA