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米 樂 律師

GHUN-TE WU, Esq.

LICENSED IN FL. DC & NY

STEPHEN K. MILLER, ESQ. LICENSED IN FL & OC

October 2, 1998

EFFECTIVE DATE

Secretary of State Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

000002657470--7 -10/07/98--01037--005 \*\*\*\*\*78.75 \*\*\*\*\*\*78.75

RE: Due's Tai Pan, Inc.

Dear Madame/Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation. Also enclosed is our check in the amount of \$78.75 to cover filing fees.

Please file these Articles at your earliest possible convenience and a copy and the Certificate to me at the above address.

Thank you for your attention to this matter.

Very truly yours,

Chun-te Wu, Esq.

F. CHESSER

OCT 9 1998

#### ARTICLES OF INCORPORATION

OF

**DUE'S TAI PAN, 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.

EFFECTIVE DATE

ARTICLE I

The name of the corporation ("Corporation") is "Due's Tai Pan, Inc."

### ARTICLE II BUSINESS AND ACTIVITIES

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of United States and of the State of Florida.

### ARTICLE III CAPITAL STOCK

The number of stock which may be issued by the corporation is one hundred (100) shares, all of which shall be common stock, with no par value. 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. No shareholder shall transfer, alienate, or in any way dispose of any share of the corporation unless such share shall have ben offered to sale to the corporation.

## ARTICLE IV TERM OF EXISTENCE

This corporation shall exist perpetually, commencing on October 5, 1998.

## ADDRESS

The initial street address of the principal office of the Corporation in the State of Florida is 3510 SW 13<sup>th</sup> Street, Gainesville, FL 32608. The Board of Directors may from time to time to move the principal office to any other address in the State of Florida.

#### ARTICLE VI 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 VII INITIAL DIRECTORS

The names and post office addresses of the first Board of Directors, who subject to the provisions of the Articles of Incorporation, the By-laws of the corporation, and the laws of State of Florida, shall hold office during the first year of corporation's existence, or until their successors are elected or appointed and have qualified, are as follows:

DIRECTORS

**ADDRESSES** 

Kenny Jiang

3510 SW 13<sup>th</sup> Street, Gainesville, FL 32608

Chi Wai Due

3510 SW 13th Street, Gainesville, FL 32608

## ARTICLE VIII REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 3510 SW 13<sup>th</sup> Street, Gainesville, FL 32608 and the name of the initial Registered Agent of this corporation at that address is Kenny Jiang.

## ARTICLE IX AMENDMENT TO ARTICLES

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

## ARTICLE X INDEMNIFICATION

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

#### ARTICLE XI INCORPORATOR

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

NAME

**ADDRESSES** 

Kenny Jiang

3510 SW 13th Street, Gainesville, FL 32608

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of September, 1998.

Name Konny Jiang

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Due's Tai Pan, 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).

Name: Kenny Jiang, Registered Agent

Date: September 28, 1998

SECRETARY OF STATE DIVISION OF CORPORATIONS

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