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(City/State/Zip/Phone #)

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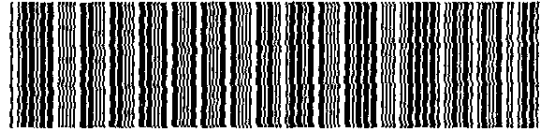
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06 MAR -6 AM 11:36
SEC. OF STATE
TAMPA, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Manli Continental Inc.
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Yiyan, Zhong
(Name of Person)
Manli Continental Inc.
(Firm/Company)
12109 SW 250 Terrace
(Address)
Miami, FL 33032
(City/State and Zip Code)

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SECTION OF STATE
PAID AS FEE OF FLORIDA

For further information concerning this matter, please call:

yiyan zhong at (510) 3810875
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

\$125.00 Filing Fee \$130.00 Filing Fee & Certificate of Status \$155.00 Filing Fee & Certified Copy \$160.00 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 1, 2006

YIYAN ZHONG
12109 SW 250 TERRACE
MIAMI, FL 33032

SUBJECT: MANLI CONTINENTAL INC.
Ref. Number: W06000010100

We have received your document for MANLI CONTINENTAL INC. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 606A00014384

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DEPARTMENT OF STATE
FLORIDA

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: MANLI CONTINENTAL INC
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

QINGMING HUANG
(Name of Person)

MANLI CONTINENTAL INC
(Firm/Company)

12109 SW 250th Terrace
(Address)

Miami, FL 33032
(City/State and Zip code)

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06 MAR -6 AM 11:36
SECRETARY OF STATE
FLORIDA

For further information concerning this matter, please call:

QINGMING HUANG at (786) 877-1978
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Manki Continental Inc
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "In.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. 20-2077140
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 28th December, 2004 5. December 2010
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. March 15th, 2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 12109 SW 250th Terrace, Miami, FL 33032
(Principal office address)

(Current mailing address)

8. Same as above
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Qingming Huang
Office Address: 12109 SW 250th Ter
Miami, Florida 33032
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: YIYAN, Zhong

Address: lot 12109 SW 250th Terrace
Miami, FL 33032

Vice Chairman: _____

Address: _____

Director: QINGMING HUANG

Address: 12109 SW 250th Terrace
Miami FL 33032

Director: YI JIAN ZHONG

Address: Lot 72 Westgate Hills,
Montego Bay, Jamaica

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. OFFICERS

President: Qingming Huang

Address: 12109 SW 250th Terrace
Miami FL 33032

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]

(Signature of Director or Officer listed in number 12 of the application)

14. YIYAN, Zhong

(Typed or printed name and capacity of person signing application)

State of California
Secretary of State

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **28th day of December, 2004**, **MANLI CONTINENTAL INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of February 15, 2006.



A handwritten signature in black ink, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State