

Maurice Hoo
HOO FAMILY TRUST
11120 Southwest 73 Ave, PINECREST, FL 33156

L010000/3226

To: Attending Officer:

DIVISION OF CORPORATION, (NEW FILING, LLC)
STATE OF FLORIDA
409 East Gaines Street
TALLAHASSEE
FL 32399

700004491977--0
-07/23/01--01100--001
****375.00 ****125.00

Enclosed for LLC FILING:

ENTITY:	TYPE	FEE	RETURN FILED DOCUMENTS TO:
<u>EverCOOL-USA, LLC</u>	LLC	\$125.00)	Maurice Hoo
<u>CORPORATE BUSINESS PARK, LLC</u>	LLC	\$125.00)	HOO FAMILY TRUST
<u>UNI-BUILD GRTOUP, LLC</u>	LLC	\$125.00)	11120 Southwest 73 Ave, PINECREST, FL 33156

Thanks

MAURICE HOO

305-661-5900
CELL 305-218-8860

10-1-17-27

FILED
2001 AUG - 8 PM 2:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

54



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 24, 2001

MAURICE HOO
HOO FAMILY TRUST
11120 SW 73 AVE
PINECREST, FL 33156

SUBJECT: EVERCOOL-USA, LLC
Ref. Number: W01000017073

We have received your document for EVERCOOL-USA, LLC and your check(s) totaling \$375.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 245-6043.

Shawn Logan
Document Specialist

Letter Number: 301A00043155

FILED
2001 AUG -8 PM 2:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
EVERCOOL-USA, LLC**

THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes for the purpose of Forming a Limited Liability Company under the laws of the State of Florida we do hereby set forth the Following:

NAME The name of the Limited Liability Company is: **EVERCOOL-USA, LLC**

2. PERIOD OF DURATION

This limited liability shall have perpetual existence.

3. PURPOSE

The purpose is to manage, operate, mortgage, sell or otherwise deal all aspects of operating a business Located at 10650 S.W. 186th Street, Miami, FL 33157, Miami, DADE County, FL 33156, and to engage in such other Business and activities as may be permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in limited liability companies organized and existing by Virtue of said laws.

4. PRINCIPAL PLACE & ADDRESS OF BUSINESS

The Principal address of the place of business in Florida for the Limited Liability Company is:

10650 S.W. 186th Street, Miami, FL 33157

The Mailing Address of the Limited Liability Company is 10650 S.W. 186th Street, Miami, FL 33157

5. REGISTERED AGENT

The name and address of the initial Registered Agent in Florida for the Limited Liability Company,

10650 S.W. 186th Street, Miami, FL 33157

6. CAPITAL CONTRTIBUTIONS

Upon the initial organization of this limited Liability Company, the total amount of cash and the agreed value of all property other than cash contributed was \$ 1,000.00.

FILED
2001 AUG - 8 PM 2:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

7. ADDITIONAL CONTRIBUTIONS:

The total additional contributions, if any, agreed to be made by all members and the times at which or the Events of happening at which, that shall be made, are as follows: No total additional Contributions have been agreed to at the date of filing of these Articles of Organization. Additional Contributions, if any, will be made by the vote of a majority of all of the members in accordance with the provisions of Paragraph 10 below.

8. ADDITIONAL MEMBERS

Members may admit additional members upon unanimous agreement of the then existing Members.

9. CONTINUITY OF BUSINESS

The members remaining after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or after any other event which terminates the membership of a member, have the right to continue the business of this Limited Liability Company subject to the Approval by unanimous vote of the remaining members; provided that at least two members remain.

10. MANAGEMENT

The business and affairs of the Limited Liability Company shall be managed and all decisions shall be made by a majority vote of the members, each member having one vote for each percentage point (or the appropriate fraction thereof) of "percentage ownership" in the Limited Liability Company. notwithstanding the same, the execution of any instrument, including deeds, mortgages, Leases and other contracts, purporting: to be signed on behalf of the Limited Liability Company by any one (1) member shall, as to any third party relying thereon, be conclusively presumed to have been the authorized act of the Limited Liability Company, and shall, for all purposes, bind it. The names, addresses and. percentage ownership of the members of the Limited Liability Company are as follows:

NAME	ADDRESS	PERCENTAGE
TODD BLAYLOCK	10650 S.W. 186th Street, Miami, FL 33157,	
HOO FAMILY TRUST	11120 SW 73 AVE, PINECREST, FL 33156	
REN ZHOU	1172 So. Dixie HWY. # 405 Miami, FL 33146	
HENRY H. WANG	1257 E 61 st Ave, Vancouver, B.C. V5X 206	
		10.00%

FILED
2001 AUG -8 PM 2:33
TALLAHASSEE, FLORIDA
CORPORATIONS

11. REGULATIONS

The regulations of this Limited Liability Company may only be adopted, amended, altered or repealed by a majority vote of the members, said votes being cast in the manner set forth in Paragraph 10 above.

12. AMENDMENT

This Limited Liability Company reserves the right to amend, alter or repeal any provision contained in these Articles of Organization by a majority vote of the members, said vote being cast in the manner set forth in Paragraph 10 above.

Executed at 10650 S.W. 186th Street, Miami, FL 33157, DADE County, Florida, on the day of June, 2001

Todd Blaylock 6/26/01
TODD BLAYLOCK, A Member

Maurice Hoo
MAURICE HOO, TRUSTEE
FOR: HOO FAMILY TRUST, A MEMBER

Henry H. Wang 26th, June, 2001
HENRY H. WANG, A Member

Ren Zhou 6/26/01
REN ZHOU, A Member

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 26 day of June 2001, by: Todd Blaylock, Maurice Hoo, as Trustee, Henry H. Wang, Ren Zhou the members of EverCOOL-USA, LLC Florida Limited Liability Company to be formed, who are personally known to me, Produced Licenses as identification.

Patricia Davis
Notary Public, State of Florida at Large

My Commission Expires:

4-19-2005



Patricia Davis
My Commission DD018222
Expires April 19, 2005

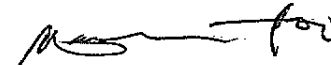
FILED
2001 AUG - 8 PM 2:33
DEPARTMENT OF CORPORATIONS
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

HAVING been appointed the Registered Agent of The undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes section 608.415 and is herewith simultaneously designated as Registered Agent by Maurice Hoo 10650 S.W. 186th Street, Miami, FL 33157.

Executed this 26 day of June, 2001

REGISTERED AGENT:


Maurice Hoo,

FILED
2001 AUG - 8 PM 2:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT**STATE OF FLORIDA****COUNTY OF DADE**

The foregoing instrument was acknowledged before me this 26 day of June 2001, by TODD BLAYLOCK, MAURICE HOO, TRUSTEE, HENRY WANG, REN ZHOU Members of EverCOOL-USA, LLC

A Florida Limited Liability Company to be formed, who are personally known to me, Produced Drivers' Licenses as identification.

Patricia Davis
Notary Public, State of Florida at Large

My Commission Expires:

4-19-2005



Patricia Davis
My Commission DD018222
Expires April 19, 2005

FILED
2001 AUG - 8 PM 2:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

JB