

01000021455  
TRANSMITTAL LETTER

Date: November 26, 2001

Department of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, FL 32314

12/10

Dear Sir or Madam:

MJH

SUBJECT: CHINA TOWN MIAMI, LLC

Enclosed an original and one (1) copy of the Article of Organization and a check  
for \$125.00

FROM: CHRISTINE CHEW & ASSOCIATES

539 N MILLS AVE

ORLANDO, FL 32803

PHONE: 407-894-7259

100004715741--6  
-12/10/01--01041--010  
\*\*\*\*125.00 \*\*\*\*125.00

Enclosures Original and One Copy of Articles of Organization

FILED  
01 DEC 10 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF ORGANIZATION**

**OF**

### **CHINA TOWN MIAMI, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F. S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

#### **ARTICLE I- NAME**

The name of the limited liability company shall be the

CHINA TOWN MIAMI, LLC

#### **ARTICLE II- ADDRESS**

The mailing address and street address of the principal office of the company shall be

3190 NW 77<sup>TH</sup> CT  
MIAMI, FL 33122

#### **ARTICLE III- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual.

#### **ARTICLE IV- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is:

JIAN MO HUANG  
12737 SW 26<sup>TH</sup> ST  
MIRAMAR, FL 33027

#### **ARTICLE V- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property as provided in the operating agreement.

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## **ARTICLE VI- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

## **ARTICLE VII- ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditionals as shall be determined by all the members. A member may transfer his or her interest to the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

## **ARTICLE VIII- MEMBERS' RIGHT TO CONTINUE BUSINESS**

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of all the remaining members.

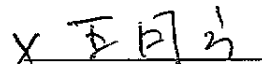
## **ARTICLE IX- MANAGEMENT**

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:


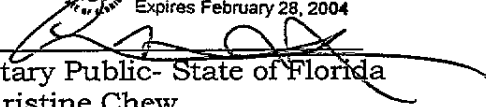
<u>NAME</u>	<u>ADDRESS</u>
<u>JIAN MO HUANG</u>	<u>12737 SW 26<sup>TH</sup> ST</u> <u>MIRAMAR, FL 33027</u>
<u>YUE YUN WANG</u>	<u>12737 SW 26<sup>TH</sup> ST</u> <u>MIRAMAR, FL 33027</u>

IN WITNESS THEREOF, the undersigned organizers have made and subscribed these articles of organization in Orlando, Florida, on this 1ST day of JANUARY, 2002.

  
JIAN MO HUANG

  
YUE YUN WANG

Sworn to and subscribed before me this 13th day of Dec., 2001  
by Jian Mo Huang and Yue Yun Wang

 Christine Chew  
My Commission CC914455  
Expires February 28, 2004  
  
Notary Public- State of Florida  
Christine Chew

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, CHINA TOWN MIAMI, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is CHINA TOWN MIAMI, LLC
2. The name and street address of the registered agent in Florida are:

JIAN MO HUANG  
3190 NW 77<sup>TH</sup> CT  
MIAMI, FL 33122

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of CHINA TOWN MIAMI, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties and is familiar with and accept the obligations of the position of registered agent.

X   
JIAN MO HUANG/REGISTERED AGENT