

LO2 000004647

David W. Lee, P.A.

10033 9th St. N. State #9

St. Petersburg, FL 33708

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Email: david71561@msn.com

February 10, 2002

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****130.00 ****130.00

Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314

Re: Establishing "China Live, L.C." a Limited Liabilities Company

Dear Sir/Madam:

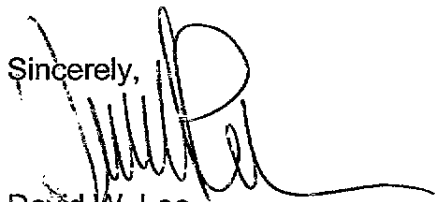
Enclosed please find Articles of Organization for the above LLC along with a check in the amount of \$130.00 for the filing fee, designation of registered agent and the Certificate of Status.

Enclosed is also a copy of the Articles of Organization. Please return this to my office with the filing date stamped on it.

Thank you for your time and attention to this matter.

FILED
02 FEB 26 AM 9:24
CLERK OF STATE
TALLAHASSEE, FLORIDA

Sincerely,



David W. Lee

Enclosures: The original and a photocopy of the Article of Organization; \$130.00 check for the fees required.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 15, 2002

DAVID LEE
10033 9TH STREET NORTH, SUITE 106
ST. PETERSBURG, FL 33716

SUBJECT: CHINA LIVE, L.C.
Ref. Number: W02000004548

We have received your document for CHINA LIVE, L.C. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 802A00009531

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

The undersigned, for the purpose of forming a limited liability company under the Florida Statutes Section 608.407 and following sections pertaining to Limited Liability Companies in Florida, do hereby adopt the following articles of organization.

ARTICLE ONE

NAME

The name of the Limited Liability Company is China Live, L.C.

ARTICLE TWO

PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the limited liabilities company is
11282 Ulmerton Road, Largo, FL 33778

ARTICLE THREE

PURPOSE OR PURPOSES

The general purposes for which the limited liabilities company are:

1. To engage in the business of promoting cultural exchange between China and the United States;
2. To transact any other lawful business for which the limited liabilities company may be organized under the Florida law and engage in any other trade or business which can, in the opinion of the members of the limited liabilities company, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the limited liabilities company is 10033 9th St. N., Suite #106, St. Petersburg, FL 33716, and the name of its initial registered agent at such address,

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TALLAHASSEE, FLORIDA

is David W. Lee.

Having been named as registered agent and to accept service of process for the above stated limited liabilities company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



David W. Lee,
Registered Agent
10033 9th St. N., Suite #106
St. Petersburg, FL 33716

Date

2/15/02

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TALLAHASSEE, FLORIDA

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ARTICLE FIVE

MEMBERS

The number of the limited liabilities company's organizational members is initially two, and shall never be less than two. The name and address of each member who is to serve as an initial member of the limited liabilities company is:

Name	Address
Xinglu Li	1000 S. Harbour Island Blvd., #2608, Tampa, FL 33602;
Donald Vince Graham	11282 Ulmerton Road, Largo, FL 33778
Paul Clayton Graham	4941 Ledgewood Dr., Commerce, MI 48382

The members shall have the right to admit additional member or members, and any member shall have the right to continue the limited liabilities company after a member's death, retirement, resignation, expulsion, bankruptcy, etc.

ARTICLE SIX

DURATION OF THE LIMITED LIABILITIES COMPANY

The duration of the limited liabilities company shall be 30 years, or as long as the Florida law allows;

ARTICLE SEVEN

MANAGEMENT

The limited liabilities company shall be managed by the members, who are

Name	Address
Xinglu Li	1000 S. Harbour Island Blvd., #2608, Tampa, FL 33602;
Don Graham	11282 Ulmerton Road, Largo, FL 33778
Paul Clayton Graham	4941 Ledgewood Dr., Commerce, MI 48382

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ARTICLE EIGHT

EFFECTIVE DATE

The limited liabilities company shall become effective on the same date of, and upon the acceptance by the Florida Division of Corporation.

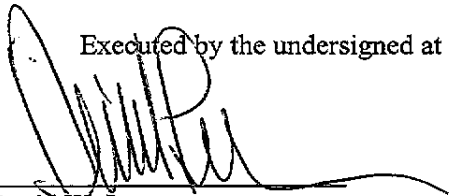
ARTICLE NINE

SPECIAL AUTHORIZATION

The initial members of the limited liabilities company hereby authorize David W. Lee to sign this Articles of Organization on behalf of the members in accordance with section 608.408(3), Florida

Statues.

Executed by the undersigned at 10033 9th St. N. Suite #106, St .Petersburg, FL 33716.



Date 2/15/02

David W. Lee

Signee authorized by members

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA