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August 23, 2000

Secretary Of State
Division Of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Re: Sun Yat Sen University of Medical Sciences
Guang Hua Medical College Alumni Association of America

Dear Sir:

Enclosed please find the notarized original Articles Of Incorporation and Acceptance of Registered Agent. Also enclosed is my check in the amount of \$78.75 for the filing fee.

Please return one copy to me after filing. Thank you for your assistance in this matter. If you have any questions, please contact my office.

Sincerely,

Homer H Cheng
Homer H Cheng
5100 Howell Branch Road
Winter Park, FL 32792
(407)671-5171

old

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA
ARTICLES OF INCORPORATION
OF
SUN YAT SEN UNIVERSITY OF MEDICAL SCIENCES
GUANG HUA MEDICAL COLLEGE ALUMNI ASSOCIATION OF AMERICA INC

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
Name

The name of the Corporation is **Sun Yat Sen University of Medical Sciences, Guang Hua Medical College Alumni Association of America INC**

ARTICLE II
Duration

The term of existence of the corporation is perpetual.

ARTICLE III
Purpose

The purpose for which this corporation is organized is to promote school spirits, further communication and assistance between our alumni scattered throughout the continent of America and between the school and her alumni, and to form a foundation to fund scholarships which would enable some faculty and bright young graduates to come to the US for further studies.

ARTICLE IV
Capital Stock

The Corporation is organized upon a nonstock basis.

ARTICLE V
Registered Office

The street address of the initial registered office of the Corporation is **7550 Hinson St., 9C, Orlando, FL 32819** and the name of the initial Registered Agent at such address is **Homer H. Cheng**. **Sun Yat Sen University of Medical Sciences, Guang Hua Medical college Alumni Association of America INC** have its principal office and mailing address at **7550 Hinson St., 9C, Orlando, FL 32819**.

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TALLAHASSEE FLORIDA

ARTICLE VI
Directors

The Board of Directors of the Corporation shall consist of at least one (1) member.

The name and address of the director(s) is(are):

Homer H Cheng
7550 Hinson St., 9C
Orlando, FL 32819

Lincoln Wong
2430 Wawona St.
San Francisco, CA 94116

Norman Lew
1038 Santiago St.
San Francisco, CA 94116

Hong Ying Yu
316 Bedford Lane
American Canyon, CA 94503

ARTICLE VII
Incorporators

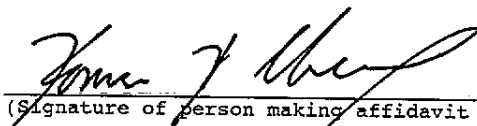
The name and address of the incorporator is:

Homer H Cheng
7550 Hinson St., 9C
Orlando, FL 32819



STATE OF FLORIDA
COUNTY OF Seminole

On this twenty-third day of August, 2000, the below-signed officer, known to me to be the person whose name is subscribed to the within instrument, acknowledged that they execute the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


(Signature of person making affidavit)

Homer H Cheng
(Print name of person making affidavit)


(Signature of Notary Public - State of Florida)

(Print Commissioned Name of Notary Public)

- Personally Known
- Produced Identification
- Type of I.D. produced

ACCEPTANCE OF REGISTERED AGENT

I, **Homer H Cheng**, having been named as Registered Agent to accept service of process of:

**SUN YAT SEN UNIVERSITY OF MEDICAL SCIENCES
GUANG HUA MEDICAL COLLEGE ALLUMNI ASSOCIATION OF AMERICA INC**

hereby accept and agree to comply with the provisions of said act relative to keeping said office open.

DATED at Winter Park, Seminole County, Florida this twenty-third day of August, 2000.



Homer H Cheng

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SECRETARY OF STATE
TALLAHASSEE FLORIDA