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(Requestor's Name)

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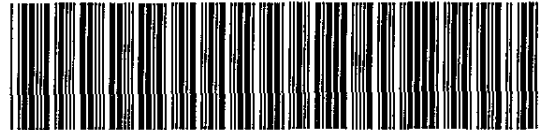
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2003/2/25

The Law Office of
Aubrey Harry Ducker, Jr.

P.O. Box 4369
Winter Park, Florida 32793-4369

Phone: 407-718-5678

Facsimile: 407-645-1956

February 21, 2003

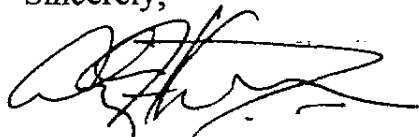
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Royal Celebration Ballet Inc.

Enclosed please find an original and one copy of the Articles of Incorporation of the Royal Celebration Ballet Inc. Please immediately file these and provide a certified copy and a certificate of status as soon as possible. Also enclosed is my trust account check in the amount of \$87.50 to cover the filing fee, a certified copy and a certificate of status.

Thank you in advance for your kind assistance in filing these papers; if you have any question or concern, please contact me, Aubrey Ducker, at the above number.

Sincerely,

A handwritten signature in black ink, appearing to read 'Aubrey Ducker', with a stylized flourish at the end.

Aubrey Ducker

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
Of
THE ROYAL CELEBRATION BALLET INC.

In Compliance with Chapter 617, Florida Statutes, the undersigned persons, acting as incorporators of a not-for-profit corporation under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this not-for-profit corporation shall be: The Royal Celebration Ballet Inc.

ARTICLE II
PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing address of the corporation's principal office is:

800 Celebration Avenue, Suite 115
Celebration, FL 34747

The name of its registered agent at such address is:

Paulina Zhu
800 Celebration Avenue, Suite 115
Celebration, FL 34747

ARTICLE III
PURPOSE

The Royal Celebration Ballet Inc. is organized as a corporation not-for-profit under the laws of Florida to provide for the operation and administration of The Royal Celebration Ballet Inc., and to perform acts and duties incident to the operations and management of the Corporation and to own, operate, encumber lease manage, sell convey, exchange, and otherwise deal with the land, the improvements and such other property, real and personal, as may become part of the Corporation to the extent necessary or convenient for the administration of the Corporation. The Corporation shall be conducted as a non-profit organization.

Notwithstanding anything herein to the contrary, the Corporation is organized exclusively for charitable, purposes including for such purposes as the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code).

No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate, or intervene (including the publishing or distribution of statements), in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV MANNER OF ELECTION

The Board of Directors shall consist of at least seven (7) members. The Board of Directors may duly elect additional Directors at any time upon the recommendation of the Artistic Director.

ARTICLE V INITIAL DIRECTORS AND OFFICERS

The Artistic Director is:

Ms. Paulina Lei Zhu
14110 Serena Lake Drive
Orlando, FL 32837

The names and addresses of the persons constituting the initial board of directors are:

Dr. Ron Clifton
800 Celebration Avenue
Celebration, FL 34747

Ms. Joan Kozak, Secretary
600 Nadina Place
Celebration, FL 34747

Ms. Valleri Crabtree
930 Spring Park Loop
Celebration, FL 34747

Mr. Guo Q. Lee
14110 Serena Lake Drive
Orlando, FL 32837

Mr. Wei Ding
Central Dance Company of China
Purple Dance Company

Mr. Brian Lang
1226 E. Colonial Drive, Suite B
Orlando, FL 32803

Mr. James Doran
Stetson University Center
800 Celebration Avenue
Celebration, FL 34747

Ms. Bahia Segura
141 Longview Avenue
Orlando, FL 34747

Mr. Kip Watson
2411 Irlo Bronson Highway
Kissimmee, FL 34744

Richard Bowen
800 Celebration Avenue
Celebration, FL 34747

Wilfred Lai
6466 N.W. 77th Court
Miami, FL 33166

Paulina Zhu, Treasurer
800 Celebration Avenue
Celebration, FL 34747

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation for monetary damages for breach of any duty owed to the corporation, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VII OTHER PROVISIONS

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Dissolution. In the event of the dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute all assets of the corporation exclusively to such charitable, educational, religious or scientific entities as shall at the time qualify as exempt organizations under section 501(c)(3) of the Internal revenue Code and as shall be selected by the board of directors.

Corporate Seal. The corporation shall have no corporate seal.

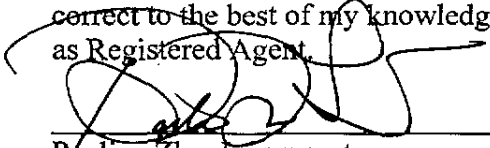
Effective Date. The effective date of this incorporation shall be February 19, 2003.

Execution of Written Instruments. The Artistic Director and the Secretary or Treasurer

shall execute all instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the Artistic Director. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge. Further, I accept the responsibilities and designation as Registered Agent.



Paulina Zhu, Incorporator
14110 Serena Lake Drive
Orlando, FL 32837

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TALLAHASSEE, FLORIDA