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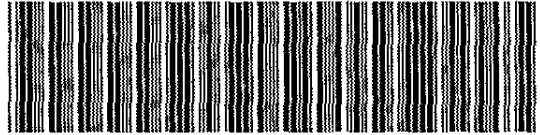
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: SARASOTA CHINESE ACADEMY, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JINBO YIN
Name (Printed or typed)

567 PINE RANCH EAST ROAD
Address

OSPREY, FL 34229
City, State & Zip

(941) 966-4355
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF THE
SARASOTA CHINESE ACADEMY, INC.

I, the undersigned, hereby make, subscribe, acknowledge and file with the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

SARASOTA CHINESE ACADEMY, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

a. The principal and mailing address of this corporation shall be:

567 Pine Ranch East Road, Osprey, FL 34229

b. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida. Said corporation shall have the power to conduct its business outside the State of Florida, or in any and all of the several States and Territories of the United States, including the District of Columbia, and any and all foreign countries and may have one or more offices in any of said places.

ARTICLE III - PURPOSE

(a) The general nature objects and purposes for which this corporation is exclusively organized and operated are:

- (1) The corporation is organized exclusively for civic, educational, social and cultural purposes such as preserving Chinese culture, literature, arts and history.

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TALLAHASSEE, FLORIDA

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- (2) The corporation will offer Chinese language instruction to children and others to develop their Chinese language ability and develop their sense of cultural affiliation.

This corporation shall receive and maintain funds of real and/or personal property and, subject to the restrictions and limitations hereinabove and hereinafter set forth, shall use the whole or any part of the income there from and the principal thereof exclusively for its charitable, scientific or educational purposes.

(b) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes) - and no member, director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal revenue Code or the regulations issued hereunder, or by an organization, contributions to which are deductible under Section 170 (c) (2) of such Code and regulations issued hereunder.

(d) In the event of dissolution or final liquidation of the corporation, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

ARTICLE IV - MANNER OF ELECTION

The affairs of this corporation shall be managed by a Board of Directors who shall be elected initially by majority vote of the members of the Corporation, at a duly called meeting as provided in the bylaws and by officers who shall be elected annually by the majority vote of the Board of Directors and who shall be members of the corporation. The officers thus to be elected shall be a principal, a vice-principal, a secretary and a treasurer and such other officers as may be provided for in the bylaws of the corporation. Multiple offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of the corporation shall be provided in the bylaws.

The number of directors and the manner of filling vacancies on the board of Directors shall be provided in the bylaws of the corporation. The number shall not be less than three (3), but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which quorum is present shall be an act of the directors.

Directors and Officers of this corporation may be removed, with or without cause, by the members at a meeting duly called in the manner set out in the bylaws.

ARTICLE V – INITIAL DIRECTORS AND OFFICERS

- a. The initial board of Directors shall consist of five (5) member(s). The number of directors may be increased or decreased from time to time by vote of the members, but in no case shall the number of directors be less than three (3). The name and address of the members of the initial Board of Directors who subject to these Articles, the bylaws of this corporation and the laws of the state of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the members for the election of permanent directors or until their successors have been duly elected and qualified. The names and address of the directors constituting the initial Board of Directors:

Name: Jinbo Yin
Address: 567 Pine Ranch East Road, Osprey, FL 34229
Name: Xueji Zhang
Address: 4860 Sabal Lake Circle, Sarasota, FL 34238
Name: Hui-Min Wen
Address: 11216 Blue Sage Place, Bradenton, FL 34202
Name: Kevin Cunkuo Hu
Address: 7357 Featherstone Blvd, Sarasota, FL 34238
Name: Sophia Yik Fong
Address: 2127 Muskogee Trail, Nokomis, FL 34275

- b. The names and address of officers:

Name: Jinbo Yin (Principal)
Address: 567 Pine Ranch East Road, Osprey, FL 34229
Name: Sophia Yik Fong (Vice Principal)
Address: 2127 Muskogee Trail, Nokomis, FL 34275
Name: Hui-Min Wen (Secretary)
Address: 11216 Blue Sage Place, Bradenton, FL 34202
Name: Li-Chen Hung (Treasure)
Address: 4891 Wood Pointe Way, Sarasota, FL 34233

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the corporation's initial registered agent at the following address is Jinbo Yin, and the street address of the corporations' initial registered office is 567 Pine Ranch East Rd., Osprey, Florida, 34229. The corporation shall keep the Department of State of the State of Florida informed of said registered office together with the name of the registered agent.

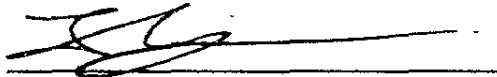
ARTICLE VII - INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

Name: Jinbo Yin

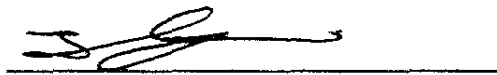
Address: 567 Pine Ranch East Road, Osprey, FL 34229

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

Date: April 22, 2006

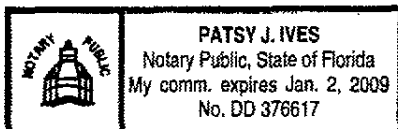


Signature/Incorporator

Date: April 22, 2006

STATE OF FLORIDA
COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me this day of April, 2006, by Jinbo Yin who is personally known to me or who has produced FL. Driver's license as identification and who did take an oath.





Notary Public, State of Florida

NAME: Patsy J. Ives

ADDRESS: 304 W. Venice Ave, Venice, FL 34285

Commission No. DD 376617

My commission expires: Jan. 2, 2009