

**Electronic Articles of Incorporation  
For**

N12000010239  
FILED  
October 29, 2012  
Sec. Of State  
rdunlap

US-CHINA TEACHING AND LEARNING FOUNDATION, CORP.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

US-CHINA TEACHING AND LEARNING FOUNDATION, CORP.

**Article II**

The principal place of business address:

620 S PARK RD  
2-31  
HOLLYWOOD, FL. 33021

The mailing address of the corporation is:

1552 SOUTH 13TH STREET  
NEBRASKA CITY, NE. US 68410

**Article III**

The specific purpose for which this corporation is organized is:

ENHANCES GLOBAL EDUCATION AND DEVELOPS MODERN INTERNATIONAL  
EDUCATION CURRICULUM BY IMPLEMENTING WESTERN AND EASTERN  
PEDAGOGIES, CHARACTER EDUCATION PROGRAMS AS WELL AS MODERN  
TEACHING TECHNOLOGIES.

**Article IV**

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

**Article V**

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

NORTHWEST REGISTERED AGENT, LLC  
3030 N. ROCKY POINT DR. STE 150A  
TAMPA, FL. 33607

I certify that I am familiar with and accept the responsibilities of  
registered agent.

Registered Agent Signature: DAN KEEN

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## Article VI

The name and address of the incorporator is:

LI DEQUAN  
620 S PARK RD  
2-31  
HOLLYWOOD, FL 33021

Electronic Signature of Incorporator: LI DEQUAN

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

## Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: VP  
DEQUAN LI  
620 S PARK RD, 2-31  
HOLLYWOOD, FL. 33021 US

Title: P  
ROGER BREED  
301 CENTENNIAL MALL SOUTH  
LINCOLN, NE. 68509 US

Title: VP  
STEVE JOEL  
3801 S 14 STREET  
LINCOLN, NE. 68502 US

Title: VP  
YONG ZHAO  
230 HEDCO EDUCATION BUILDING  
EUGENE, OR. 97403 US

Title: VP  
PAUL ZINGG  
400 W FIRST STREET  
CHICO, CA. 95929 US

Title: VP  
JAMES DONNELLY  
58 QUAKER STREET  
GRANVILLE, NY. 12832 US

## Article VIII

The effective date for this corporation shall be:

10/28/2012