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VIA FEDERAL EXPRESS

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1999 DEC 30 PM 2:17

FILED

December 29, 1999

Secretary of State  
Division of Corporations  
409 East Gaines Street  
P. O. Box 6327  
Tallahassee, FL 32309-0001

100003085011--8  
-12/30/99--01082--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Huang Lee International Inc.

Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation for the captioned matter along with our check in the sum of \$78.75 for filing same.

Please return the filed articles to us in the enclosed pre-paid federal express package as quickly as possible. Thank you.

Sincerely,

  
Jeffrey S. Tanen

JST/kh  
Enclosures  
M:\KAREN\Huang Lee - Secy State.wpd

A. Howell JAN 6 2000

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1999 DEC 30 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HUANG LEE INTERNATIONAL INC.

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ARTICLE I  
Name of Corporation

The name of this corporation is HUANG LEE INTERNATIONAL INC.

ARTICLE II  
Corporate Existence

This corporation shall have perpetual existence.

ARTICLE III  
Purpose of Business

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this state.

ARTICLE IV  
Principal Place of Business

The address of the principal place of business of this corporation is 746 NW 176 Avenue, Pembroke Pines, FL 33029.

ARTICLE V  
Registered Office

The address of the initial registered office of the corporation is 746 NW 176 Avenue, Pembroke Pines, FL 33029. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI  
Registered Agent

The initial registered agent of the corporation for accepting service of process pursuant to Section 48.091, Florida Statutes, shall be Christopher Oei.

## ARTICLE VII

### Directors

This corporation shall have not less than one director. The name and address of the initial director of this corporation is:

Christopher Oei

The number of directors may be set from time to time by resolution adopted by a majority vote of the outstanding common shares.

## ARTICLE VIII

### Capital Stock

The maximum number of shares of stock in this corporation which it is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of Common Stock at \$1.00 par value. Each stockholder shall be entitled to one (1) vote for each share of stock owned.

## ARTICLE IX

### Incorporator

The name and address of the incorporator is as follows:

Christopher Oei  
746 NW 176 Avenue  
Pembroke Pines, FL 33029

## ARTICLE X

### Directors' Liabilities and Rights


No contract, act or transaction of this corporation with any person or persons, firm or other corporations, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may anywise be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE XI  
Amendment

These Articles of Incorporation may be amended, changed, altered, or repealed only by majority vote of the outstanding common shares.

\* \* \*

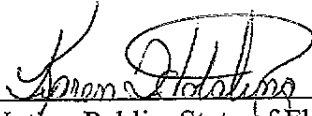
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of December, 1999.

  
\_\_\_\_\_  
Christopher Oei, Incorporator

STATE OF FLORIDA                    )  
  ) ss:  
COUNTY OF BROWARD            )

BEFORE ME, the undersigned authority, this day personally appeared Christopher Oei, to me known to be the person described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that same was executed for the uses and purposes therein expressed.

WITNESS my hand and official seal at Pembroke Pines, Broward County, Florida this 28<sup>th</sup> of December, 1999.

  
\_\_\_\_\_  
Notary Public, State of Florida  
Print: KAREN HOTALING

My Commission Expires:

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REGISTERED AGENT ACKNOWLEDGMENT SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named Registered Agent for the above-named corporation, at the Registered Office designated in this Certificate, I hereby accept to act in this capacity and agree to comply with all legal requirements relative thereto.



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Christopher Oei, Registered Agent