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BOND,
SCHOENECK
& KING, P.A.

Attorneys at Law

May 1, 2000

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

4001 Tamiami Trail North
Suite 404
Naples, FL 34103-3555
Phone: 941-262-8000
Fax: 941-262-5386
www.bsk.com

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

Bonita Springs, FL

Re: *Articles of Incorporation*
Mandarin Ventures, Inc.

Bond, Schoeneck & King, LLP
Albany, NY
Buffalo, NY
Oswego, NY
Saratoga Springs, NY
Syracuse, NY
Overland Park, KS

Dear Madam/Sir:

We represent Mandarin Ventures, Inc., a corporation to be formed under the laws of the State of Florida. Pursuant to the Florida Business Corporation Act, enclosed please find Articles of Incorporation. Please file the Articles of Incorporation. We have enclosed a check in the amount of \$70.00 payable to the "Department of State" to cover the applicable filing fees.

As soon as the document is filed, please forward a copy of the filed Articles of Incorporation and all other documentation confirming and relating to this filing to our office. A copy of the Articles of Incorporation are enclosed for your convenience.

We appreciate your assistance in this matter. If you have any questions, please feel free to contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.



William L. Owens

WLO/acb
Enclosures

cc: client (w/enc.)

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-05/05/00-01073-004
*****70.00 *****70.00

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2000 MAY -5 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
MANDARIN VENTURES, INC.

FILED
2000 MAY -5 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1. Name

The name of the Corporation is:

Mandarin Ventures, Inc.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

(a) To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act; and

(b) To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 3093 Regatta Road, Naples, Florida 34103. The mailing address of the Corporation is PMB 603, 2614 Tamiami Trail North, Naples, Florida 34103.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is at 3093 Regatta Road, Naples, Florida 34103. The name of the initial registered agent at that address is Russell W. Maier.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of voting common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 7. Incorporator

The name and address of the sole Incorporator is:

Russell W. Maier	3093 Regatta Road Naples, Florida 34103
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Article 8. Initial Board of Directors

The initial Board of Directors shall consist of two (2) members. The names and addresses of the initial Directors and Chairman of the Board of the Corporation are:

Director and Chairman of the Board:	Russell W. Maier PMB 603, 2614 Tamiami Trail North Naples, Florida 34103
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Director:	Kathleen A. Maier PMB 603, 2614 Tamiami Trail North Naples, Florida 34103
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Article 9. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

Article 10. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

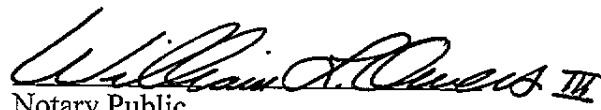
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 1st day of May, 2000.

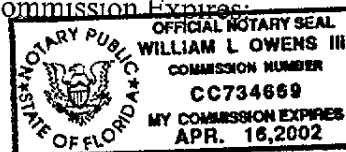

Russell W. Maier
Sole Incorporator

FILED
2000 MAY -5 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)
COUNTY OF COLLIER) ss.:

The foregoing instrument was acknowledged before me this 1st day of May, 2000 by RUSSELL W. MAIER, ☒ who is personally known to me (or ☐ who produced _____ as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

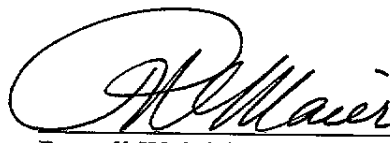

Notary Public
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Mandarin Ventures, Inc., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent.

Dated this 1st day of May, 2000.


Russell W. Maier
Registered Agent