

TONGSOU (GRACE) FAN, CERTIFIED PUBLIC ACCOUNTANT

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May 15, 2000

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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*****70.00 *****70.00

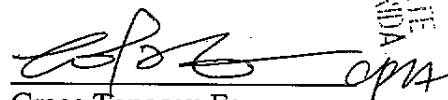
Dear Sir:

Re: Florida Incorporation - CHENG YUAN INC.

Enclosed are three (3) copies of the Articles of Incorporation and a check for filing fee in The amount of \$70.00. You are kindly requested to forward us the Articles of Incorporation with the State "Filed" stamp by the enclosed prepaid Airborne Airbill.

If you have any questions, please call me at 732-777-9330.

Sincerely,


Grace Tongsou Fan
Certified Public Accountant

FILED
00 MAY 19 PM 1:59
TALLAHASSEE, FLORIDA

CC.
5-25-00

ARTICLES OF INCORPORATION

OF

CHENG YUAN INC.

FILED
00 MAY 19 PM 1:59
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under chapter 607 of the law of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CHENG YUAN INC.

The address of the principal office of this corporation shall be 23 Montauk Lane, Palm Coast, FL 32164, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 23 Montauk Lane, Palm Coast, FL 32164 and the name of the initial registered agent of the corporation at that address is Cheng-Mei Chen.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Xiao-Yuan Yang
23 Montauk Lane
Palm Coast, FL 32164

FILED
00 MAY 19 PM 1:59
TALLAHASSEE, FLORIDA

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Grace T. Fan, CPA
1740 Route 27
Edison, NJ 08817

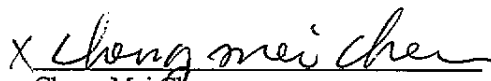
The undersigned incorporator has executed these Articles of Incorporation on
May 15, 2000.



Grace T. Fan
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Cheng-Mei Chen, an individual authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 6027. 0505, Florida Statutes.

By: X 
Cheng-Mei Chen