

TRANSMITTAL LETTER
P0000055736

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

FILED
00 MAY 31 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Jin Hua, Incorporated
(Proposed corporate name - must include suffix)

Jin Hua: Means Golden China

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

\$78.75
Filing fee
& certificate

200003272742--0
-05/31/00--01105--005
*****78.75 *****78.75

From: Fat Chiu Cheng
Name (printed or typed)
8618 White Rose Drive
Address
Orlando, FL 32818
City, State & Zip
407-898-7144
Daytime Telephone Number

NOTE: Please provide the original and one copy of the Articles

6-9
WOC

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: JIN HUA, Incorporated

ARTICLE II PURPOSE

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved voluntarily or by operation of laws.

ARTICLE IV PRINCIPAL OFFICE

The initial principal place of business and mailing address of this corporation shall be: 8618 White Rose Drive, Orlando, FL 32818. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE V DIRECTORS

This corporation initially shall have Two (2) directors. The number of directors may be increased or diminished from time to time by virtue of By-Laws adopted by the shareholders but never be less than one (1).

ARTICLE VI SHARES

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

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent is: Fat Chiu Cheng
8618 White Rose Drive, Orlando, FL 32818

ARTICLE VIII INITIAL CORPORATE OFFICERS

The names and addresses of the Initial Corporate Officers of the Corporation are:

President, Fat Chiu Cheng, 8618 White Rose Drive, Orlando, FL 32818
Vice President, Dan Jin Li, 8618 White Rose Drive, Orlando, FL 32818

ARTICLE IX INITIAL DIRECTORS

Directors

Addresses

Fat Chiu Cheng

8618 White Rose Drive, Orlando, FL 32818

Dan Jin Li

8618 White Rose Drive, Orlando, FL 32818

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ARTICLE X AMENDMENT TO ARTICLES

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the shareholders and approved at a shareholders meeting by majority of the shares entitled to vote thereon unless all the directors and the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI INDEMNIFICATION

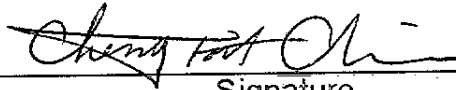
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Fat Chiu Cheng, 8618 White Rose Drive, Orlando, FL 32818

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 30th day of May, 2000.



Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: JIN HUA, Incorporated

2. The name and address of the registered agent and office is:

Fat Chiu Cheng

(Name)

8618 White Rose Drive

(P.O.Box not acceptable)

Orlando, FL 32818

(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Fat Chiu Cheng
(Signature)

05/30/2000
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314