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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 15, 2000

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

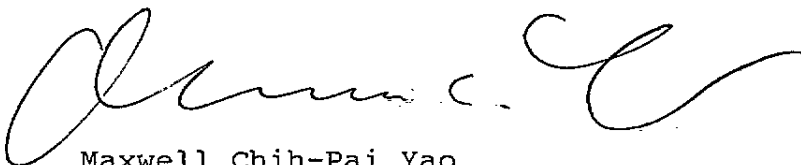
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*****78.75 *****78.75

Gentlemen:

Enclosed are two copies of the Articles of Incorporation of Blue China, Inc. along with a check in the amount of Seventy Eight Dollars and Seventy Five Cents (\$78.75).

Please process this incorporation at your earliest convenience.

Sincerely,



Maxwell Chih-Pai Yao
3930 S. Roosevelt Blvd. #202E
Key West, FL 33040

GH 9/20/00

ARTICLES OF INCORPORATION
OF
BLUE CHINA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation is Blue China, Inc..

ARTICLE II DURATION

The duration of the Corporation is perpetual.

ARTICLE III PURPOSES OF BUSINESS

The general purposes for which the Corporation is organized are:

1. To operate a restaurant.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V PRINCIPAL OFFICE

The principal office of the Corporation is 3930 South Roosevelt Blvd.
#202E, Key West, Florida 33040.

ARTICLE VI REGISTERED AGENT

The name of its initial registered agent is Maxwell Chih-Pai Yao.
The street address of the initial registered agent of the Corporation
is 3930 South Roosevelt Blvd. #202E, Key West, Florida 33040.

ARTICLE VII DIRECTORS

The number of directors constituting the initial Board of Directors of
Corporation is two. The names and address are:

Maxwell Chih-Pai Yao, President
3930 S. Roosevelt Blvd. #202E
Key West, FL 33040

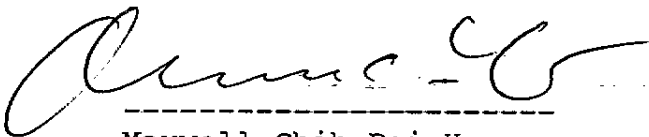
Betty Y. L. Chiang, Secretary
3930 S. Roosevelt Blvd. #202E
Key West, FL 33040

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Maxwell Chih-Pai Yao
3930 S. Roosevelt Blvd. #202E
Key West, FL 33040

The undersigned incorporator has executed these Articles of
Incorporation this 15th day of September, 2000.



Maxwell Chih-Pai Yao

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CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

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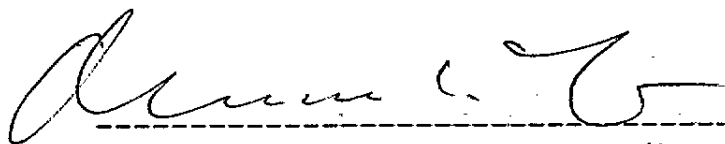
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Section 607.0501 or Section 617.0501, Florida Statutes, the following is submitted in compliance with said Sections:

Blue China, Inc. desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of Key West, County of Monroe, State of Florida, has named Maxwell Chih-Pai Yao, located at 3930 South Roosevelt Blvd. #202E, Key West, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Sections relative to keeping open said office.



Registered Agent - Maxwell Chih-Pai

9/15/00

Date