

**ROBERT B. COOK, P. A.**

*Attorney and Counselor at Law*

PO1000003254

December 29, 2000

State of Florida  
Secretary of State  
Division of Corporations  
Tallahassee, FL 32414

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-01/05/01--01109--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

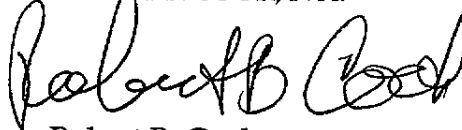
Re: **DONGHAI FLORIDA, Inc.**

Enclosed is the original of the Articles of Incorporation, along with my check  
in the amount of \$78.75 for the incorporation fee.

Please send the Certificate of Incorporation to this address.

Sincerely,

ROBERT B. COOK, P. A.



Robert B. Cook

FILED  
01 JAN -5 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION  
OF**

**DONGHAI FLORIDA, INC.**

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01 JAN -5 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I - NAME AND CORPORATE ADDRESS**

The name and address of this Corporation is:

**DONGHAI FLORIDA, INC.**  
8571 Whispering Oaks Way  
West Palm Beach, FL 33411

**ARTICLE II - DURATION**

The duration of this Corporation is perpetual.

**ARTICLE III - PURPOSE**

The purpose for which this Corporation is formed is to engage any lawful business purpose allowed under the applicable provisions of Florida law.

**ARTICLE IV - AMENDMENT**

The Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the Directors.

**ARTICLE V - AUTHORIZED STOCK**

The Corporation is authorized to issue 7,500 shares of one dollar par value voting stock.

**ARTICLE VI - REGISTERED AGENT**

The name and office address of this Corporation's registered agent in Florida is:

Robert B. Cook, Esquire  
11911 U.S. Highway One  
Suite 201  
North Palm Beach, FL 33408

## ARTICLE VII - DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one  
(1). The name and address of the person who is to serve as Director until the first annual meeting of the shareholders, or until his successors are elected and qualified is:

### Name and Address

Robert B. Cook  
11911 U. S. Highway One  
Suite 201  
North Palm Beach, FL 33408

## ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

### Name and Address

Robert B. Cook  
11911 U. S. Highway One  
Suite 201  
North Palm Beach, FL 33408

## ARTICLE IX - BY-LAWS

The By-Laws of the Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of Directors or by the affirmative vote of a majority of Members at any meeting thereof. In the event of any conflict between amendments to the By-Laws by the Board of Directors versus amendments made by the Members, the amendments made by the Members shall control.

Dated: This 28 day of December, 2000.

  
Robert B. Cook, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

~~28~~ The foregoing Articles of Incorporation were sworn to and acknowledged before me this day of ~~December, 2000~~ by Robert B. Cook, who is personally known to me.

2nd JANUARY 2001

 Notary Public, Commission No. \_\_\_\_\_



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of §§48.091(1) and 607.0501, Florida Statutes, the following is submitted in compliance thereof:

That **DONGHAI FLORIDA, INC.**, desiring to organize under the laws of the State of Florida, designates the name and address of its registered agent to accept service of process within this State as follows:

Robert B. Cook  
11911 U.S. Highway One  
Suite 201  
North Palm Beach, FL 33408

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated Corporation, at the above-stated address in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the premises open from 10:00 a.m. to noon each day, except Saturdays, Sundays, and legal holidays, and to post therein a sign designating the name of the Corporation and the name of its registered agent.

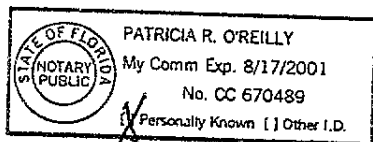
BY: \_\_\_\_\_

Robert B. Cook

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 28 day of ~~December, 2000~~,  
by Robert B. Cook, who is personally known to me. 2nd JANUARY 2001

Patricia R. O'Reilly, Notary Public, Commission No. \_\_\_\_\_



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA