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FILED
01 MAY 18 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Zuca International, Inc.

700004271047--8
-05/18/01--01072--013
*****70.00 *****70.00

Enclosed are an original and one (1) xeroxed copy of the articles of incorporation and a check of \$70.00 for the filing fee. Please return a recorded copy to me. Thank you!

D. BROWN MAY 25 2001

ARTICLES
OF
ZUCA INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of Corporation shall be "Zuca International, Inc."

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this Corporation is any activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every kind, class, and description except that it is not to conduct a banking, safe deposit trust, insurance, surety, express, railroad, canal, telegraph, telephone, cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences

of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owners of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

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

ARTICLE III

Initial Capital

The amount of capital with which this corporation shall begin business is not less than ONE THOUSAND and 00/100 (\$1,000.00) DOLLARS.

ARTICLE IV

Term of Existence

This corporation is to exist perpetually.

ARTICLE V

Principal Place of Business

The initial street address in this state of the principal office of this corporation is 4817 N Lois Ave, Suite 104, Tampa, FL 33614. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI

Directors

This corporation shall have not less than one (1) director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders. The names and street addresses of the member of the Board of Directors are:

Karen Liu, 8905 Exposition Dr, Tampa, FL 33626-2940

ARTICLE VII

Incorporators

The names and street addresses of the incorporators of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of consideration therefore are:

NAME	ADDRESS	SHARE	CONSIDERATION
Karen Liu	8905 Exposition Dr. Tampa, FL 33626-2940	1000	Cash

ARTICLE VIII

Registered Agent

The initial designation of the registered office of this corporation shall be 8905 Exposition Dr, Tampa, FL 33626. The registered agent at that address is Karen Liu.

ARTICLE IX

Amendment

These 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 stockholders, and approved at the Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of these Article of Incorporation be made.

The undersigned incorporators have executed these Articles of Incorporation this 10th day of May, 2001.

Signature

Karen Liu
Karen Liu

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Zuca International, Inc.
2. The name and address of the registered agent and office is:

Karen Liu
8905 Exposition Dr.
Tampa, FL 33626-240

Having been named as registered agent and to accept service of process for the above stated corporation at the place designed 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 will accept the obligations of my position as registered agent.

Signature _____

Karen Liu
Karen Liu