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June 7, 2001

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

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Gentlemen:

Enclosed are two copies of the Articles of Incorporation of
Golden Wheel Oriental Foods 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,



Chu Li Lin
5236 SW 120 Ave
Cooper City, FL 33330

01 JUN 18 AM 11:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PS 6/20/01 ✓

FILED

01 JUN 18 AM 11:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Golden Wheel Oriental Foods Inc.

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 Golden Wheel Oriental Foods 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 sell oriental foods.
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 5236 SW 120 Avenue, Cooper City, Florida 33330.

ARTICLE VI REGISTERED AGENT

The name of its initial registered agent is Chu Li Lin.
The street address of the initial registered agent of the Corporation is 5236 SW 120 Avenue, Cooper City, Florida 33330.

ARTICLE VII DIRECTORS

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

Pei Ou, President
5236 SW 120 Ave
Cooper City, FL 33330

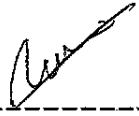
Chu Li Lin, Treasurer
5236 SW 120 Ave
Cooper City, FL 33330

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Chu Li Lin
5236 SW 120 Ave
Cooper City, FL 33330

The undersigned incorporator has executed these Articles of Incorporation this 7th day of June, 2001.



Chu Li Lin

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

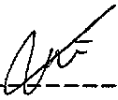
CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

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

Golden Wheel Oriental Foods 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 Cooper City, County of Broward, State of Florida, has named Chu Li Lin, located at 5236 SW 120 Avenue, Cooper City, 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 - Chu Li Lin

6/7/2001

Date