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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

NATHANIEL EDWARDS, INC.

Certificate of Status	0
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CLERK OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

NATHANIEL EDWARDS, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is NATHANIEL EDWARDS, INC.

ARTICLE II

The existence of the Corporation shall begin on July 25, 2001

ARTICLE III

The street address of the principal office of the Corporation is 9868 N. Kendall Drive F-109 Miami, Florida 33186

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one thousand (1,000), par value \$.01 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 201 Sevilla Avenue Suite 202 Coral Gables, FL 33134. The initial registered agent for the Corporation at that address is Christopher Douglass Vasallo, Esq.

ARTICLE VI

The initial board of directors shall consist of five (5) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name

1. Nathaniel H. Yuen (9868 N. Kendall Drive F-109 Miami, FL 33186)
2. Barbara Yuen (9868 N. Kendall Drive F-109 Miami, FL 33186)
3. Terry Yuen (9225 SW 210 Circle Dunnellon, Florida 34431)
4. Frederick Yuen (9225 SW 210 Circle Dunnellon, Florida 34431)
5. Christopher D. Vasallo, Esq. (201 Sevilla Avenue Suite 202 Coral Gables, FL 33134)

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ARTICLE VII

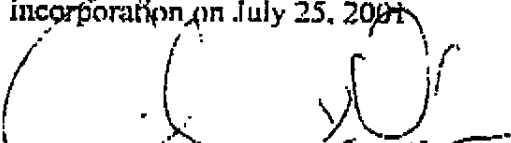
The names and street addresses of the persons signing these articles of incorporation are:

Name: Christopher D. Vasallo (201 Sevilla Ave. Suite 202 Coral Gables, FL 33134)

ARTICLE VIII

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation on July 25, 2001


CHRISTOPHER D. VASALLO

7/25/01
DATE

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ACCEPTANCE OF REGISTERED AGENT

I having been named to accept service of process for NATHANIEL EDWARDS, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position under F.S. 607.0501(3).

Name: Christopher D. Vasallo, Esq.

Signature: 

Date: 7/25/01

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