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TRANSMITTAL LETTER

July 30, 2001

Department of State
Division of Corporation
New Filing Section
409 East Gaines Street
Tallahassee, Fla. 32314
Phone # (245) 487-6067

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG - 2 PM 4:14

ATT: Neysa Culligan

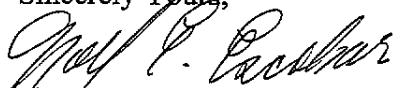
Subject: Cathay, Inc. Enclosed please find an original and one copy of the articles of incorporation for the above corporation and a check in the amount of \$ 78.75

For NOEL E. ESCOBAR
ACCOUNTANT
4420 SW 77TH AVENUE
Davie, Florida 33328

Phone # (954) 474-5425
Fax # (954) 370-2146

Please fax me a copy of your screen, and date of filing, etc.

Sincerely Yours;



Noel E. Escobar
Accountant

500004513495-19
-08/03/01-01003-017
*****78.75 *****78.75

N. Culligan AUG - 2 2001

ARTICLES OF INCORPORATION
OF

CATHAY, INC

The undersigned, acting as incorporators of the captioned corporation under the Florida Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

Corporate Name

The name of the corporation shall be: CATHAY, INC

ARTICLE II

General Nature of Business

The object and purpose of this corporation is to engage in and to transact any or all lawful business for which corporations may be incorporated under the Laws of the State of Florida.

ARTICLE III

Capital Stock

The authorized capital stock of this corporation shall be FIVE HUNDRED (500) shares of Common stock at par value of one (\$1.00) per share.

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ARTICLE IV

Principal Office

The principal place of business and mailing address of this Corporation shall be

Roberto Jose Espinosa Marmol
2501 N. State Rd 7
Hollywood, Florida 33021

ARTICLE V

Initial Registered Agent and street address

The name and address of the registered agent is:

Roberto Jose Espinosa Marmol at 2501 N. State Rd. 7 Hollywood, Florida 33021

ARTICLE VI

A Board of Directors will manage the Corporation and the name and post office address of the initial officers and shareholders of the corporation are:

Roberto Jose Espinosa Marmol 90 % ownership with 450 shares to be issued
He will serve as CEO, Director, President and Treasurer.

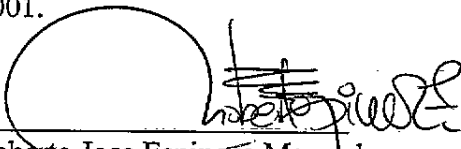
Jennifer J. Rodriguez Hernandez 10 % ownership with 50 shares to be issued..
She will serve as Director, Vice President and Secretary.

ARTICLE VII

The name and street address of the incorporator to these Articles of Incorporation is:

Roberto Jose Espinosa Marmol at 2501 N. State Rd. 7 Hollywood, Florida 33021

The undersigned incorporator has executed these Articles of Incorporation this 30day of July 2001.


Roberto Jose Espinosa Marmol

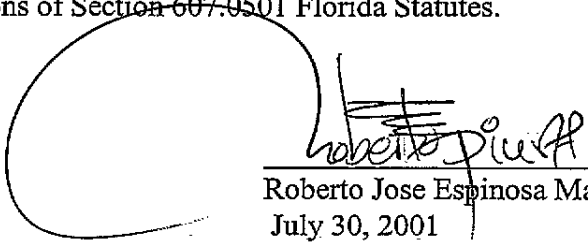
NOTARIZATION IS NOT REQUIRED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Section 607-0501, Florida Statutes, CATHAY, INC desiring to organize under the Laws of the State of Florida hereby designates Roberto Jose Espinosa Marmol an individual resident of the State of Florida, as Registered Agent for the purpose of accepting service of process within such a State and designates 2501 N. State Rd 7. Hollywood, Fl 33021 as it's registered office.

ACKNOWLEDGEMENT

Having been named as Registered Agent and to accept service of process for the above named corporation, I hereby accept the appointment as registered agent and agree to act in this capacity in accordance with the provisions of Section ~~607-0501~~ Florida Statutes.



Roberto Jose Espinosa Marmol
July 30, 2001

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