

LAW OFFICES OF AGNES CHAU, P.A.

5219 Deer Creek Drive, Orlando, Florida 32821

TEL: 407-234-5229 Fax: 407-239-2316

August 14, 2001

VIA PRIORITY MAIL

Division of Corporation
Florida Department of State
P.O. 6327
Tallahassee, Florida 32314

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-08/16/01--01086--004
*****78.75 *****78.75


Re: Incorporation of HING CHEN, INC.

Dear Sir/Madame:

Enclosed please find an original Articles of Incorporation of Hing Chen, Inc. Please kindly file the said Articles with the Department of State. We would also like to request a Certificate of Status of Hing Chen, Inc. after it is incorporated. We have enclosed a money order of \$78.75 to cover the cost of filing and the Certificate of Status.

If you have any questions regarding this matter, please do not hesitate to give me a call. Thank you for your kind assistance.

Sincerely,


Agnes Chau, Esq.

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
HING CHEN, INC.**

THE UNDERSIGNED, acting as sole incorporator of HING CHEN, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is HING CHEN, INC.

**ARTICLE II
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 11018 Old St. Augustine Rd., Suite 118, Jacksonville, Florida 32257. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 11018 Old St. Augustine Rd., Suite 118, Jacksonville, Florida 32257.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 1801 E. Colonial Drive, Suite 168, Orlando, Florida 32803, and the initial Registered Agent at such address is Agnes Chau, Esq.

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TALLAHASSEE, FLORIDA

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors is elected and shall qualify is as follows:

Qui An Liu
11001 Old St. Augustine Rd., Suite 1018
Jacksonville, Florida 32257

ARTICLE VII
TERM OF CORPORATE EXISTENCE

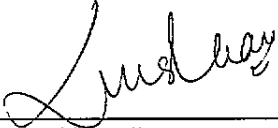
The Corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE VIII
INCORPORATOR

The name and address of the sole incorporator of the corporation is:

Agnes Chau
1801 E. Colonial Dr., Suite 168
Orlando, FL 32803

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 14th day of August, 2001.



Agnes Chau, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 14th day of August, 2001.



Agnes Chau, Esq., Registered Agent

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