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TRANSMITTAL LETTER

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

FILED
SEP 10 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FL 32314

100004577211--0
-09/10/01--01046--005
*****78.75 *****78.75

SUBJECT: Zong Heng Media Corporation

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for:

☒ \$78.75

Filing fee
& certificate

From: Wei Gang Xie

Name (printed or typed)

2924 Vineland Road

Address

Kissimmee, FL 34746

City, State & Zip

407-390-0636

Daytime Telephone Number

NOTE: Please provide the original and one copy of the Articles

J. BRYAN SEP 12 2001

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE I NAME

The name of the corporation shall be: Zong Heng Media Corporation

ARTICLE II PURPOSE

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved voluntarily or by operation of laws.

ARTICLE IV PRINCIPAL OFFICE

The initial principal place of business and mailing address of this corporation shall be: 2924 Vineland Road, Kissimmee, FL 34746. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE V DIRECTORS

This corporation initially shall have two (2) directors. The number of directors may be increased or diminished from time to time by virtue of By-Laws adopted by the shareholders but never be less than one (1).

ARTICLE VI SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000,000 shares of common stock at no par value

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent is: Wei Gang Xie
2924 Vineland Road, Kissimmee, FL 34746

ARTICLE VIII INITIAL CORPORATE OFFICERS

The names and addresses of the Initial Corporate Officers of the Corporation are:

President, Wei Gang Xie, 2924 Vineland Road, Kissimmee, FL 34746
Secretary, Margaret Rong, 2924 Vineland Road, Kissimmee, FL 34746

ARTICLE IX. INITIAL DIRECTORS

Directors

Addresses

Wei Gang Xie
Margaret Rong

2924 Vineland Road, Kissimmee, FL 34746
2924 Vineland Road, Kissimmee, FL 34746

ARTICLE X. AMENDMENT TO ARTICLES

The 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 shareholders and approved at a shareholders meeting by majority of the shares entitled to vote thereon unless all the directors and the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. INDEMNIFICATION

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

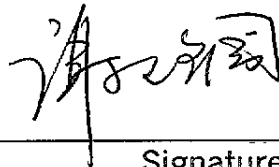
ARTICLE XII. INCORPORATOR

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

Wei Gang Xie, 2924 Vineland Road, Kissimmee, FL 34746

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

5th day of September 2001.



Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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: Zong Heng Media Corporation

2. The name and address of the registered agent and office is:

Wei Gang Xie

(Name)

2924 Vineland Road

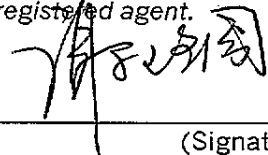
(P.O.Box not acceptable)

Kissimmee, FL 34746

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



(Signature)

09/05/2001

(Date)