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April 4, 2002

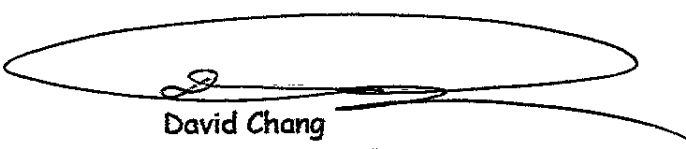
To: Florida Department of State
Division of Corporations
P. O. Box 6327,
Tallahassee, Fla. 32314
Attn: Ms. Becky McKnight

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-03/21/02--01059--001
*****70.00 *****70.00

Dear Ms. McKnight:

Per our telephone conversation, enclosed please find a copy of New Articles of Incorporation. New name will be The Simplicity of U.S.A., Inc.

Should you have any questions, please feel free to contact me at (813)477-1103.
Your attention concerning this filing document will be highly appreciated.



David Chang
P. O. Box 46895
Tampa, Fla. 33647

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR -8 AM 9:20

BR 4/19



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 27, 2002

THE CURVE
PO BOX 46895
TAMPA, FL 33647

SUBJECT: THE SIMPLICITY, INC.
Ref. Number: W02000008601

We have received your document for THE SIMPLICITY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 002A00018337

ARTICLES OF INCORPORATION
OF
THE SIMPLICITY OF U.S.A., INC.

Article I – Name

The name of the corporation is The Simplicity of U.S.A., Inc.

Article II – Duration

This Corporation shall have Perpetual Existence.

Article III – Purpose

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article IV – Capital Stock

The total authorized capital stock of the Corporation shall consist of One Thousand (1,000) shares of common stock having a par value of One and No/100's (\$1.00) dollars each, amounting in the aggregate to One Thousand (\$1,000) Dollars.

Article V – Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof as nearly as many be done without issuance of fractional shares at the price at which it is offered to others.

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Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 15904 Halsey Road, Tampa, Florida, and the name of the initial registered agent of this Corporation at that address is David C. Chang.

The principal office of the corporation is 15904 Halsey Road, Tampa, Florida 33647. This is also the mailing address of the corporation.

Article VII - Initial Officers and Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and addresses of the initial officers and directors of this Corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
David C. Chang	15904 Halsey Road Tampa , Florida 33647	President
Ling Chang	15904 Halsey Road Tampa, Florida 33647	Secretary

Article VIII - Incorporator

The name and address of the person signing these articles is:

<u>Name</u>	<u>Address</u>
David C. Chang	15904 Halsey Road Tampa, Florida 33647

Article IX - By-Laws

(a) The power to adopt the By-Laws of this Corporation, to alter, amend or repeal the By-Laws, or to adopt new By-Laws, shall be vested in the Board of Directors of this Corporation; provided, however, that any By-Laws or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new By-Law in lieu thereof may be adopted by such vote of the stockholders, may be altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

(b) The By-Laws of this Corporation shall be for the government of the Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the Corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this state or of the United States.

Article X - Transfer of Stock

Shares of capital stock of the Corporation shall be issued initially to the following persons and in the amount set opposite their names:

<u>Name</u>	<u>Shares</u>
David C. Chang	250
Ling Chang	250

Article XI - Initial Capital

The amount of capital with which this Corporation will begin business will be Five Hundred (\$500.00) Dollars.

Article XII - Transactions With Capital

No contract or other transaction between this Corporation and any other Corporation, and no other contract or transaction of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in any other Corporation, or are directors or officers of any other Corporation. Any Director individually, or any firm which any director may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any Director of this Corporation who is also a director or officer of such other Corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such officer or director of such Corporation or member of such firm or who is not so interested.

Article XIII - Indemnification

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by Law.

Article XIV - Action by Directors Without a Meeting

The Directors of the Corporation may take action by written consent, as provided by law, except the following actions must be taken at a meeting of Directors:

1. Dissolution or merger of the Corporation, or
2. Sale of Corporate Assets.

Article XV - Amendment

The Corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Article of Incorporation this 29th day of November, 2001.

A handwritten signature, appearing to be "David C. Chang", is enclosed within a large, hand-drawn oval. The signature is written in dark ink and is somewhat stylized.

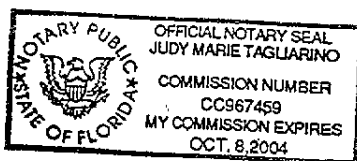
David C. Chang

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared DAVID C. CHANG who is known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 29TH day of NOVEMBER, 2001.



Judy Marie Tagliarino
NOTARY PUBLIC

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITH THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act:

The Simplicity of U.S.A., Inc. desiring to organize under the laws of the State of FLORIDA with its
registered office, as indicated in the articles of incorporation at City of Tampa, County of
Hillsborough, State of Florida, has named David C. Chang located at 15904 Halsey Road,
Tampa, Florida, County of Hillsborough, as its agent to accept service of process with this state.

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby am familiar with and accept the duties and responsibilities
as registered agent for said corporation.

BY: 

David C. Chang

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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