

ALLAN M. GLASER, P.A.

Biscayne Centre
Suite 807
11900 Biscayne Boulevard
Miami, Florida 33181

ALLAN M. GLASER
ATTORNEY AT LAW

TELEPHONE (305) 893-5999
TELEFAX (305) 893-8251

P02000043593

April 1, 2002

300005272539-18
14215402-01060-011
*****70.00 *****70.00

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

Re: New Filing of For Profit Corporations:
Glenwood Capital, Inc. (File No.: 4307-1)

To Whom It May Concern:

Enclosed please find an original and copy of Articles of Incorporation for the above new corporation. Also enclosed is our check in the amount of \$70.00 for the filing fee. Please process the documents and return stamped copies to us in the stamped, addressed envelope that is enclosed.

We thank you in advance for your attention to this matter and should you have any questions or problems with the above request, please do not hesitate to contact our office.

Cordially yours,


ALLAN M. GLASER

AMG/to

Enc.

123314307-1/041102

FILED
02 APR 15 PM 6:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN APR 22 2002

ARTICLES OF INCORPORATION
OF
GLENWOOD CAPITAL, INC.

FILED
02 APR 15 PM 6:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GLENWOOD CAPITAL, INC.

The address of the principal office of this corporation shall be 11900 Biscayne Boulevard Miami, Florida 33181.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000.00 shares of common stock having .1 cents par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 11900 Biscayne Boulevard, Suite 807, North Miami, Florida 33181, and the name of the initial registered agent of the corporation at that address is Allan M. Glaser.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of directors, subject any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Peter Chung,	2070 S. Hibiscus Drive
President/Director	North Miami, Florida 33181

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

Peter Chung
2070 S. Hibiscus Drive
North Miami, Florida 33181

IN WITNESS WHEREOF, PETER CHUNG has set his hand and seal on
April __, 2002.

By: Peter Chung
PETER CHUNG

FILED
02 APR 15 PM 6:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

ALLAN M. GLASER, an individual residing in this State, having a
business office identical with the registered office of the corporation named
below, and having been designated as the Registered Agent in the above and
foregoing Articles of Incorporation of:

GLENWOOD CAPITAL, INC.

ALLAN M. GLASER is familiar with and accepts the obligations of the
position of Registered Agent under Section 607.C505, Florida Statutes.

By:


ALLAN M. GLASER

Articles:123304307-1/041102