# P02000052763

## TRANSMITTAL LETTER

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



SUBJECT: SHANGHAI CHINESE RESTAURANT, INC.

(Proposed corporate name - must include suffix)

500005501085--9 -05/09/02--01068--006 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$70.00 x \$78.75 \$122.50 \$131.25 Filing Fee, Filing Fee Filing Fee Filing Fee Certified Copy & Certificate & Certified Copy & Certificate Additional Copy Required JUN SHENG ZHANG FROM: Name (printed or typed) C/O 136 BOWERY, SUITE 203 Address NEW YORK, NY 10013 City, State & Zip (212) 334-5169Daytime Telephone number

CONTROSER MAY 1.3 . 4

NOTE: Please provide the original and one copy of the articles.

#### 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.

ARTICLE I NAME

The name of the corporation shall be:

SHANGHAI CHINESE RESTAURANT, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10831 BLOOMINGDALE AVENUE RIVERVIEW, FL 33569

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 SHARES/ NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JUN SHENG ZHANG 10831 BLOOMINGDALE AVENUE RIVERVIEW, FL 33569 SECRETARY OF STATE TALLAHASSEE, FLORIDI

### ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JUN SHENG ZHANG 10831 BLOOMINGDALE AVENUE RIVERVIEW, FL 33569

| The dild | craighed incorporator | (s) has(have) exect | uted these Articles of . | Incorporation this |  |
|----------|-----------------------|---------------------|--------------------------|--------------------|--|
| 8TH      | _ day of              | MAY                 | , <b>kg</b> x 2002 .     |                    |  |
|          | n Jun                 | Sheng               | Thang                    |                    |  |
|          | Signature             |                     |                          |                    |  |
|          |                       | Signature           |                          | · <u>.</u>         |  |
|          |                       | Sig                 | nature                   |                    |  |

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607 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:    | SHANGHAI CHINESE RESTAURANT, INC.                     |                    |
|----|------------------------------------|---|--------------------|
| 2. | The name and address of the regist | tered agent and office is:                            | i                  |
|    | JUN SHENG                          | ZHANG PARE PARE PARE PARE PARE PARE PARE PARE         | SECRETA<br>TALLAHA |
|    |                                    | DMINGDALE AVENUE  Ex or Mail Drop Box NOT ACCEPTABLE) | RY OF<br>SSEE, F   |
|    | RIVERVIEW,                         | , FL 33569<br>(CITY/STATE/ZIP) ニ                      | STATE              |

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.

| n Jun       | Sheng | Thang | 5/8/02 |  |
|-------------|-------|-------|--------|--|
| (SIGNATURE) |       |       | (DATE) |  |