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PICK-UP WAIT MAIL

(Business Entity Name)

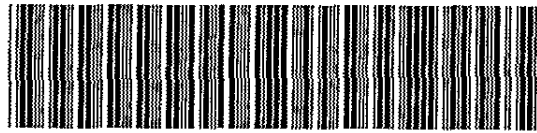
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TALLAHASSEE, FLORIDA
03 JAN -3 AM 9:51

NISI LAW FIRM
A Professional Association

Reply to:

Ginny Long, Legal Assistant
2003 Lake Howell Lane, Suite 101
Maitland, Florida 32751

Telephone: (407) 622-2550
Facsimile: (407) 622-2556
Internet: nisilawfirm@cfl.rr.com

December 31, 2002

VIA: Federal Express
Tracking No. 7927 9983 7276

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee FL 32314

RE: Namsung America, Inc.

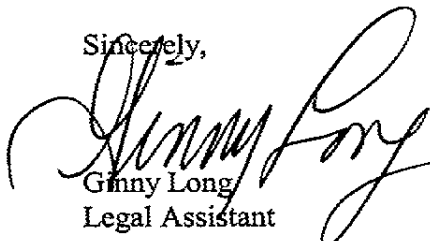
Dear Representative:

Enclosed is an original and one (1) copy of the Articles of Incorporation (**please note that the effective date of the corporation is to be January 1, 2003 per F.S. 607.0203(1))** and a Certificate of Acceptance as Registered Agent for service of process within this state for the above-referenced corporation. A check in the amount of \$78.75 which covers the \$35.00 filing fee, \$8.75 for a certified copy of Certificate of Incorporation and \$35.00 for designation of registered agent is enclosed.

Please endorse your approval of the Articles of Incorporation on the duplicate copy and return them to me in the enclosed addressed Federal Express package.

Feel free to call if you have any questions. Thank you for your assistance in this matter. Happy New Year!

Sincerely,


Ginny Long
Legal Assistant

Enclosures

**ARTICLES OF INCORPORATION
OF
NAMSUNG AMERICA, INC.**

ARTICLE I. NAME

The name of this corporation shall be **NAMSUNG NORTH AMERICA, INC**

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be January 1, 2003. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue Five Hundred Thousand (500,000) One and No/100 Dollar (\$1.00) par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

This corporation shall issue all five hundred thousand (500,000) shares on initial issuance. No additional shares shall be issued without the approval of ninety percent (90%) of the shareholders. Upon such approval, every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others. No shares of stock of shall be issued

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, unless made in accordance with the terms and provisions of a Shareholder Agreement to be entered into by and among the Shareholders. Any Transfer of Shares not in strict compliance with such Agreement shall be null and void

Each stock certificate issued by this corporation shall carry the following legend:

"The shares of stock represented hereby have not been registered pursuant to the Securities Act of 1933, as amended, or any state securities law. Neither these shares, nor any portion thereof or interest therein, may be sold, transferred or otherwise disposed of unless the same is registered and qualified in accordance with said act and any applicable state securities law, or in the opinion of counsel reasonably satisfactory to the Corporation as to counsel and substance, such registration and qualification are not required."

"ANY SALE, ASSIGNMENT, TRANSFER, PLEDGE, OR OTHER DISPOSITION OF THE SHARES OF STOCK REPRESENTED BY THIS CERTIFICATE IS RESTRICTED BY AND SUBJECT TO THE TERMS AND PROVISIONS OF A SHAREHOLDERS' AGREEMENT DATED EFFECTIVE JANUARY 1, 2003. A COPY OF SAID AGREEMENT IS ON FILE WITH THE SECRETARY OF THE CORPORATION. BY ACCEPTANCE OF SAID CERTIFICATE THE OWNER HEREOF AGREES TO BE BOUND BY THE TERMS OF SAID AGREEMENT".

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be three (3). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one (1).

The name(s) and address(es) of the individual(s) who shall serve as the Director(s) is/are:
Bong Soo Yoon, 2003 Lake Howell Lane, Maitland, FL 32751
Seong Ho Yoon a.k.a. Michael Yoon, 2003 Lake Howell Lane, Maitland, FL 32751
James Braun, 2003 Lake Howell Lane, Maitland, FL 32751

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, for the corporation's business related matters to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be:

2003 Lake Howell Lane, Maitland, FL 32751.

The name and address of the individual who shall serve as this corporation's initial registered agent is:

Nisi Law Firm, P.A., 2003 Lake Howell Lane, Maitland, FL 32751


ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is:

Frank P. Nisi, Jr., 2003 Lake Howell Lane, Maitland, FL 32751

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended upon the approval of one ninety percent (90%) of the shareholders of the Corporation.



Frank P. Nisi, Jr. - Incorporator

I hereby accept my designation as registered agent and agree to serve as the registered agent of NAMSUNG AMERICA, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for NAMSUNG AMERICA, INC.



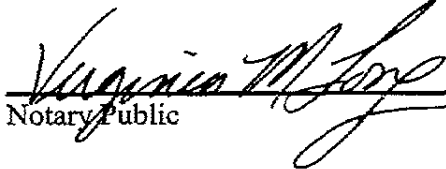
Frank P. Nisi, Jr. / Nisi Law Firm, P.A. - Registered Agent

STATE OF FLORIDA
COUNTY OF SEMINOLE

03 JAN -3 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

On December 31, 2002, Frank P. Nisi, Jr., of Nisi Law Firm, P.A., designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is () personally known to me, or () produced a Florida driver's license as identification, personally appeared before me at the time of notarization and acknowledged signing these Articles of Incorporation of NAMSUNG AMERICA, INC.



Notary Public



(SEAL)