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FLORIDA PROFIT CORPORATION OR P.A.

Sinofresh Acquisition Corp.

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**ARTICLES OF INCORPORATION
OF
SINOFRESH ACQUISITION CORP.**

The undersigned, acting as incorporator of SinoFresh Acquisition Corp. (the "Corporation") under the Florida Business Corporation Act, adopts the following Articles of Incorporation for the Corporation.

**ARTICLE I
CORPORATE NAME**

The name of the Corporation is "SinoFresh Acquisition Corp."

**ARTICLE II
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE III
CORPORATE PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE IV
CAPITALIZATION**

The number of shares the Corporation is authorized to issue is One (1) share of common stock.

**ARTICLE V
STREET ADDRESS OF PRINCIPAL OFFICE**

The street address of the principal office is as follows:

900 Fourth Ave., Suite 3140
Seattle, WA 98164

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**ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT**

The name and mailing address of the initial registered office and initial registered agent are as follows:

CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

**ARTICLE VII
DIRECTORS**

The number, qualifications, terms of office, manner of election, time and place of meetings, and powers and duties of the Directors shall be prescribed in the bylaws, but the number of original Directors shall initially consist of one (1), and he/she shall serve until the first meeting of the Shareholders and until their successors are elected and qualified. The name and post office address of the initial BOD are as follows:

Name:

Address:

David M. Otto

900 Fourth Ave., Suite 3140
Seattle, WA 98164

**ARTICLE VIII
BYLAWS**

Both the Shareholders of the Corporation, by a majority vote of qualified shares issued and outstanding, and the BOD, by vote of a majority of the whole BOD, shall each have the power to adopt, make, amend, alter or repeal the bylaws of the Corporation; but any Bylaw adopted by the BOD may be amended or repealed by the Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator, for the purpose of forming a Corporation pursuant to the Florida Business Corporation Act, does make these Articles and has affixed his signature below on this 16th day of September, 2003.




David M. Otto, Incorporator
The Otto Law Group, PLLC
900 Fourth Ave., Suite 3140
Seattle, Washington 98164

CONSENT TO SERVE AS REGISTERED AGENT

I, CT Corporation Sytem, do hereby consent to serve as registered agent in the State of Florida for SinoFresh Acquisition Corp. I understand that as agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation, to forward all mail to the Corporation, and to immediately notify the Office of the Secretary of State in the event of my resignation, or of any changes in the registered office address of the Corporation for which I am agent.

DATED this 17th day of September, 2003.

CT Corporation System


Nancy Lydon, Asst. Vice President

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