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## **CERTIFIED COPY**

# ARTICLES OF INCORPORATION OF HAOXIN AGRICULTURAL PRODUCT DEVELOPMENT CO. (USA), INC.

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

## ARTICLE I CORPORATE NAME

The name of this Corporation shall be:

#### HAOXIN AGRICULTURAL PRODUCT DEVELOPMENT CO. (USA), INC.

### ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 3389 Sheridan Street, #497, Hollywood, FL 33021.

## ARTICLE III NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV CAPITAL STOCK

The aggregate number of shares of all classes of capital stock that the Corporation is authorized to issue is One Million (1,000,000) shares of common stock, par value \$1.00 per share.

#### ARTICLE V TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA



The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Philip Guo, 3389 Sheridan Street, #497, Hollywood, FL 33021.

#### ARTICLE VII BOARD OF DIRECTORS

This Corporation shall have seven (7) Directors initially.

## ARTICLE VIII INITIAL DIRECTORS

The names and addresses of the initial Directors of this Corporation are:

Yuanhai Lin, 3389 Sheridan Street, #497, Hollywood, FL 33021

Rengui Guan, 3389 Sheridan Street, #497, Hollywood, FL 33021

Zhongqing Wang, 3389 Sheridan Street, #497, Hollywood, FL 33021

Liping Wang, 3389 Sheridan Street, #497, Hollywood, FL 33021

Ying Chen, 3389 Sheridan Street, #497, Hollywood, FL 33021

Qingrong Wang, 3389 Sheridan Street, #497, Hollywood, FL 33021

Feng Guo, 3389 Sheridan Street, #497, Hollywood, FL 33021

The person(s) named as initial Directors shall hold office for the first year of existence of this Corporation, or until their/his successor(s) are elected or appointed and have qualified, whichever occurs first.

## ARTICLE IX INITIAL OFFICERS

The names and addresses of the initial Officers of this Corporation are:

President: Yuanhai Lin, 3389 Sheridan Street, #497, Hollywood, FL 33021

General Manager: Rengui Guan, 3389 Sheridan Street, #497, Hollywood, FL 33021

Treasurer: Zhongqing Wang, 3389 Sheridan Street, #497, Hollywood, FL 33021

Chief Engineer: Liping Wang, 3389 Sheridan Street, #497, Hollywood, FL 33021

Chief Financial Officer: Ying Chen, 3389 Sheridan Street, #497, Hollywood, FL 33021

Manager, International Operations: Qingrong Wang, 3389 Sheridan Street, #497, Hollywood, FL 33021

The person(s) named as initial Officers shall hold office for the first year of existence of this Corporation, or until their/his successor(s) are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE X INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Philip Guo, 3389 Sheridan Street, #497, Hollywood, FL 33021.

## ARTICLE XI INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on March 12, 2004.

Philip Guo

## CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FOR SERVICE OF PROCESS

HAOXIN AGRICULTURAL PRODUCT DEVELOPMENT CO. (USA), INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at, 3389 Sheridan Street, #497, Hollywood, FL 33021, has named Philip Guo, 3389

Sheridan Street, #497, Hollywood, FL 33021 as its agent to accept service of process within the State of Florida.

#### ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Philip Guo

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