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FLORIDA PROFIT CORPORATION OR P.A.

Phoenix Forest USA Inc.

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FAX AUDIT # H040001176673

ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: **Phoenix Forest USA Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
1105 Bluewood Terrace, Weston, Florida 33327.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Trading and International Trading, Import and Export.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$0.50.

ARTICLE V OFFICERS/DIRECTORS

The initial director of the corporation is:

Zhiyong Lin, 1105 Bluewood Terrace, Weston, Florida 33327

The initial officers of the corporation are:

Zhiyong Lin, President, Treasurer, 1105 Bluewood Terrace, Weston, Florida 33327

Fengmei Zhou, Vice-President, Secretary, 1105 Bluewood Terrace, Weston, Florida 33327


ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Michael Donaldson, 1105 Bluewood Terrace, Weston, Florida 33327. Located in the County of Broward.

ARTICLE VII INCORPORATOR


The name and street address of the incorporator to these Articles of Incorporation is: Business Filings Incorporated, Mark Schiff AVP, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: 

Michael Donaldson

Date: May 26, 2004

Signature: 

Business Filings Incorporated, Incorporator
Mark Schiff, AVP

Date: May 26, 2004

The document was prepared by: Business Filings Incorporated, Mark Schiff, 8025 Excelsior Dr. Suite 200, Madison, WI 53717. 608-827-5300

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