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SECRETARY OF STATE
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W. Bart Meacham, Esquire

412 E. Madison St., Suite 1111

Tampa, Florida 33602

(813) 223-6334; (813) 221-2182 (facsimile)

August 6, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of Chopstix, Inc.

Dear Sir/Madam:

Enclosed are an original and a copy of the Articles of Incorporation of Chopstix, Inc. and a check in the amount of \$78.75 for the filing fee, designation of registered agent fee, and certified copy fee.

Please return the certified copy to me via the enclosed self-addressed stamped envelope. Should you need anything further, or have any questions, please contact me at your earliest convenience.

Sincerely,

A handwritten signature in black ink, appearing to read "W. Bart Meacham". The signature is fluid and cursive.

W. Bart Meacham

Enclosures: SASE; original and copy of the Articles of Incorporation of Chopstix, Inc.; and a check in the amount of \$78.75.

cc: Victoria Tang



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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TALLAH

August 10, 2004

W. BART MEACHAM
412 E. MADISON ST.
SUITE 1111
TAMPA, FL 33602

SUBJECT: CHOPSTIX, INC.
Ref. Number: W04000030508

We have received your document for CHOPSTIX, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P97000074772.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

Letter Number: 904A00049616



W. Bart Meacham, Esquire

412 E. Madison St., Suite 1111

Tampa, Florida 33602

(813) 223-6334; (813) 221-2182 (facsimile)

September 13, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of New Chopstix, Inc.
Ref. Number: W04000030508

Dear Sir/Madam:

Enclosed are an original and a copy of the Articles of Incorporation of New Chopstix, Inc. Also enclosed is a copy of your letter to me dated August 10, 2004 that you requested be returned to you. It is my understanding that you are still in possession of the check in the amount of \$78.75 that I previously sent to you, as the check was not returned to me with your letter dated August 10, 2004.

I hope that everything is in order this time. If not, please let me know at your earliest convenience. If so, please return the certified copy to me via the enclosed self-addressed stamped envelope. Thanks in advance for your time and attention to this matter.

Sincerely,

W. Bart Meacham

Enclosures: SASE; original and copy of the Articles of Incorporation of New Chopstix, Inc.; and copy of letter dated August 10, 2004.

cc: Victoria Tang

**ARTICLES OF INCORPORATION
OF
NEW CHOPSTIX, INC.**

I. NAME

The name of the corporation is New Chopstix, Inc.

II. ADDRESS OF CORPORATION

The address of the corporation is P.O. Box 5244, Largo, FL 33779.

III. DURATION

This corporation shall exist perpetually.

IV. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business. Without limiting or restricting in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida, the corporation shall have the following general powers:

(a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(c) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(d) To lend money to, and use its credit to assist its officers and employees in accordance with applicable law.

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote,

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TALLAHASSEE, FLORIDA

use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all its property, franchises, and income.

(g) To lend money for its corporate purchases, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(i) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(j) To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

(k) To make donations for the public welfare or for charitable, scientific, or educational purposes.

(l) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(m) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(n) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(o) To have and exercise all powers necessary or convenient to effect its purposes.

(p) To indemnify any person who was or is made a party, or is threatened to be made a party, to any proceeding by reason of his or her having served as a director, officer, employee or agent of the corporation as provided by applicable law.

(q) To purchase, take, receive or otherwise acquire, hold, own, pledge, grant a security interest in, transfer, or otherwise dispose of its own shares.

V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock of one class only, having no par value.

VI. PREEMPTIVE RIGHTS

Every shareholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her prorata share thereof at the price at which it is offered to others.

VII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 8502 Tidal Bay Lane, Tampa, FL 33635, and the name of the initial registered agent of this corporation at that address is Victoria Tang.

VIII. DIRECTORS

The corporation shall have 1 director initially. The number of directors may be increased or decreased from time to time, in accordance with bylaws adopted by the shareholders, provided, that the

corporation shall always have the minimum number of directors required by law.

IX. INITIAL DIRECTOR

The name and address of the member of the first Board of Directors is:

Victoria Tang
8502 Tidal Bay Lane
Tampa, FL 33635

X. INCORPORATOR

The name and address of the incorporator signing these articles is:

W. Bart Meacham
412 E. Madison St., Suite 1111
Tampa, FL 33602
(813) 223-6334

XI. BYLAWS

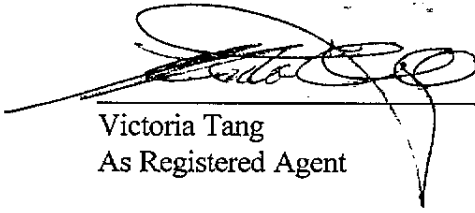
The power to adopt, alter, amend or repeal bylaws shall be by majority vote of the Board of Directors or by majority vote of the shareholders provided, however, that the Board of Directors shall not have the power to adopt, alter, amend or repeal bylaws if such action would be inconsistent with any bylaws adopted by the shareholders.

XII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shares entitled to vote thereon.

ACCEPTANCE OF DESIGNATION

I, Victoria Tang, hereby accept the designation as the Registered Agent for New Chopstix, Inc.


Victoria Tang
As Registered Agent


W. Bart Meacham
As Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I hereby certify that on this day, before me, a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared W. Bart Meacham who is personally known to me or who produced a drivers license as identification, who executed the foregoing Articles of Incorporation in my presence, and who did take an oath in my presence.

Witness my hand and seal in the county and state named above this 13th day of September, 2004.



Stephanie Meacham
Commission #DD225413
Expires: Aug 09, 2007
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public, Commission No. _____

(Notary name, typed, printed or stamped)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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