

P04000160948

(Requestor's Name)

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PICK-UP WAIT MAIL

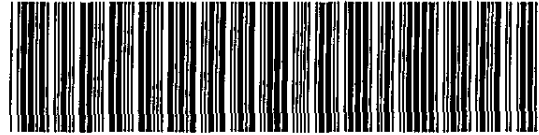
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sushi Pearl Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
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Signature _____

Requested by: _____

Name

Date

Time

11/29/04 3:16

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ARTICLES OF INCORPORATION

OF

SUSHI PEARL INC

The undersigned acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name and address of the corporation is:

SUSHI PEARL INC
812 SKYRIDGE RD
CLERMONT FL 34711

ARTICLE II

This corporation may, and is authorized, to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares of common stock having a par value of one dollar and no cents (\$1.00) per share, with this consideration to be paid for each share to be in money, property or services as may be fixed by the Board of Directors.

ARTICLE IV

The period of duration of the corporation is perpetual.

ARTICLE V

The name and address in this state of the corporation's initial agent for service of process is:

JAMES L SCHELL
6437 CENTRAL AVE
ST PETERSBURG FL 33710

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ARTICLE VI

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the bylaws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Director(s) may authorize and require the payment of meetings of the Directors. Nothing in this article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefore.

ARTICLE VII

The name and address of the Director of this Corporation is:

KYIN SEIN MAUNG
812 SKYRIDGE RD
CLERMONT FL 34711

ARTICLE VIII

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

KYIN SEIN MAUGH
812 SKYRIDGE RD
CLERMONT FL 34711

ARTICLE IX

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

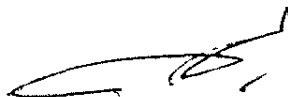
ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them at the stockholders meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, THE UNDERSIGNED does set his hand and acknowledge and filed the foregoing Articles of Incorporation under the laws of the state of Florida this 26th day of NOVEMBER, 2004.

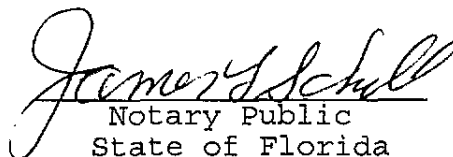


KYIN SEIN MAUGH

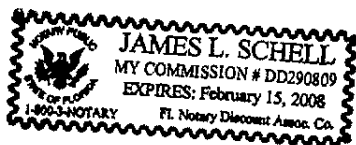
STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared KYIN SEIN MAUGH who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, in said County and State this 26th day of NOVEMBER, 2004.

My commission expires;



Notary Public
State of Florida



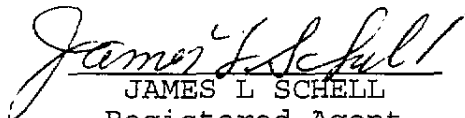
CERTIFICATE DESIGNATING REGISTERED AGENT
FOR THE SERVICE OF PROCESS WITHIN THE STATE

Pursuant to Chapter 48, Florida Statutes, the following is submitted in compliance with said act:

SUSHI PEALR INC., desiring to organize as a corporation under the laws of the State of Florida with its registered office at 812 SKYRIDGE RD. CLERMONT FL 34711 named JAMES L SCHELL located at 6437 CENTRAL AVE. ST PETERSBURG FL 33710 as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


JAMES L SCHELL
Registered Agent

DATE NOVEMBER 26, 2004

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