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To:

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Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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**FLORIDA PROFIT/NON PROFIT
CORPORATION**

tianxing usa, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
TIANXING USA, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation pursuant to Section 607.0202 of the Florida Statutes.

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

TIANXING USA, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

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 III
CAPITAL STOCK

A. The total authorized capital stock of this corporation is ONE THOUSAND (1,000) shares of Common Stock, par value \$1.00 per share.

B. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street and mailing address of the principal office of this corporation in the State of Florida is: 10750 NW 66 STREET, #105B, MIAMI, FL 33178, directors may from time to time move the principal office to another address in Florida.

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ARTICLE VI
NUMBER OF DIRECTORS

This corporation shall have not less than one (1) director.

ARTICLE VII
FIRST BOARD OF DIRECTORS

The name and street address of the initial member(s) of the Board of Directors are:

ZHONGYONG LI
10750 NW 66 STREET, #105B
MIAMI, FL 33178

YUJUN ZHOU
10750 NW 66 STREET, #105B
MIAMI, FL 33178

ARTICLE VIII
INCORPORATOR

The name and street address of the Incorporator of the Articles of Incorporation is:
Linfeng Zhou, 3107 Stirling Road, Suite 106, Ft. Lauderdale, Florida 33312.

ARTICLE IX
OFFICERS OF THE CORPORATION

The name and address of the officers of the corporation are:

ZHONGYONG LI, PRESIDENT
10750 NW 66 STREET, #105B
MIAMI, FL 33178

YUJUN ZHOU, VICE PRESIDENT
10750 NW 66 STREET, #105B
MIAMI, FL 33178

ARTICLE X
INITIAL OFFICE AND REGISTERED AGENT

The street and mailing address of the initial office a registered agent of the corporation is: 10750 NW 66 STREET, #105B, MIAMI, FL 33178, and the name of the initial registered agent of this corporation at the address is YANLI HUANG.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th
day of February, 2006.



Linfeng Zhou, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501 or 617.0501, Florida Statutes, the following
is submitted:

TIANXING USA, INC., a corporation being organized under the laws of the State of
Florida, with its principal place of business at 10750 NW 66 STREET, #105B, MIAMI,
FL 33178, has named YANLI HUANG as its agent to accept service of process within
the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for TIANXING USA, INC. at the
place designated in this certificate, I hereby agree to act in such capacity and I further
agree to comply with the provisions of said Act with respect to keeping such office open.


YANLI HUANG

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