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COR AMND/RESTATE/CORRECT OR O/D RESIGN

BIG TREE TOYS, INC.

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Restated Articles/cc

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**RESTATED ARTICLES OF INCORPORATION
OF
BIG TREE TOYS, INC.**

It is hereby certified that:

1. The present name of the corporation (hereinafter called the "Corporation") is Big Tree Toys, Inc.
2. The name under which the Corporation was originally incorporated is Big Tree Group Corp. The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on November 22, 2006 under Document Number P06000146193. Articles of Amendment to the Articles of Incorporation were filed with the Secretary of State of the State of Florida on July 30, 2007. Restated Articles of Incorporation were filed with the Secretary of State of the State of Florida on August 28, 2007, and Articles of Amendment were filed with the Secretary of State of the State of Florida on September 14, 2007.
3. The provision of the Articles of Incorporation are hereby amended and restated in this instrument, which is entitled Restated Articles of Incorporation of Big Tree Toys, Inc.
4. The Board of Directors of the Corporation has duly adopted the below Amendment to the Corporation's Articles of Incorporation on November 14, 2007.
5. On November 13, 2007, the shareholders of the Corporation, acting through the unanimous written consent of the holders in interest of the voting capital stock of the Corporation, approved the below Restated Articles of Incorporation which represents a number of votes cast in favor which is sufficient for approval of the Restated Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this Corporation is Big Tree Toys, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 10871 N.W. 52nd Street, Suite 2, Sunrise, Florida 33351 and.

ARTICLE III
NATURE OF 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 maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 200,000,000 shares of Common Stock, par value \$.001 per share.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI
REGISTERED AGENT AND
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:

Jianjie Ye
10871 N.W. 52nd Street, Suite 2
Sunrise, Florida 33351

ARTICLE VII
BOARD OF DIRECTORS

The number of directors to constitute the Board of Directors shall be such number as fixed by a resolution adopted by the Board of Directors.

ARTICLE VIII
OFFICERS

The following persons have been duly elected as officers of the Corporation:

Dore S. Perler – President and Chief Executive Officer
Jianjie Ye – Vice President
Qingchen Zhao – Vice President

ARTICLE IX
INDEMNIFICATION

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation, provided that such person is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another Corporation, provided that such person is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact such person is or was an officer, employee or agent of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of this paragraph may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE X
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE XI
CONTROL SHARE ACQUISITIONS

This Corporation expressly elects to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the Corporation has caused this Restated Articles of Incorporation to be duly adopted by its Board of Directors on November 13, 2007 and approved by its shareholders in accordance with the provisions of Section 607.0602 of the Florida Business Corporation Act, and to be executed in its corporate name this 14th day of November 2007.

BIG TREE TOYS, INC.


By: 
Dore S. Perler, President

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE FOR PROCESS**

BIG TREE TOYS, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 10871 N.W. 52nd Street, Suite 2, Sunrise, Florida 33351 has named Jianjie Ye, whose address is 10871 N.W. 52nd Street, Suite 2, Sunrise, Florida 33351 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.



JIANJIE YE