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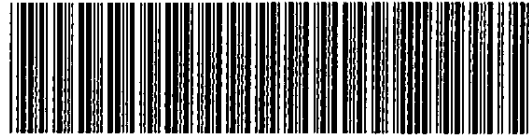
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11 APR 19 PM 2:08

APPROVED
AND
FILED

11/11

LINDA B. WHEELER, ESQ.
Attorney at Law
1213 White Street
Key West, Florida 33040
TELEPHONE (305) 294-0683
FACSIMILE (305) 296-2155
Mobile (305) 509-2145
lwheeleraal@earthlink.net

April 15, 2011

Department of State
Division of Corporations
Clifton Bldg.
2661 Executive Center Circle
Tallahassee, FL 32301
ATTN: Department for Filing Articles of Incorporation For-Profit Corporation
via Federal Express Airbill No. 8651 6550 7074

RE: CHINA GARDEN KEY WEST, INC.

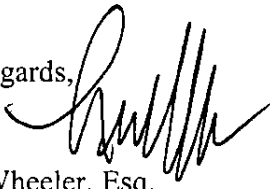
Dear Sir or Madam,

Enclosed you will find the original and a copy of the articles of incorporation and registered agent certificate for the above referenced for-profit company. Also enclosed is my check in the amount of \$78.75 for filing fees and a certified copy of the filed articles, which may be returned to me in the attached, self addressed envelope.

If you have any questions or need additional information or funds to complete this filing, please contact me at the above numbers so as not to further delay this filing due to mail correspondence.

Thank you for your attention to this matter.

Best Regards,



Linda Wheeler, Esq.

ARTICLES OF INCORPORATION
OF
CHINA GARDEN KEY WEST, INC.

APPROVED
AND
FILED
11 APR 19 PM 2: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify that the undersigned subscriber, competent to contract, does hereby establish a corporation under and by virtue of the provisions of Chapter 607, Title XXXVI, Florida Statutes and amendments thereof, for the purposes and under the corporate name hereinafter mentioned, and to that end, does hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME AND ADDRESS OF CORPORATION

The name of the corporation shall be:

CHINA GARDEN KEY WEST, INC.

The principal place of business of this corporation shall be:

CHINA GARDEN KEY WEST, INC.

531 Fleming Street
Key West, Florida 33040

The mailing address shall be:

CHINA GARDEN KEY WEST, INC.

531 Fleming Street
Key West, Florida 33040

This corporation may have such other places of business in the State of Florida as the nature and progress of the business from time to time shall render necessary or desirable. Said corporation shall also have the power to conduct its business outside the State of Florida and/or in any and all the several states and territories and districts of the United States, and in any and all foreign countries, and may have one or more offices in any of the said places of business.

ARTICLE II
CORRESPONDENCE NAME AND E-MAIL ADDRESS

Ngan Cheng, Registered Agent
531 Fleming Street
Key West, Florida 33040
Tel. (305) 923-3372
E-Mail Address: jctckc123@aol.com

ARTICLE III
DURATION

The corporation shall exist in perpetuity.

ARTICLE IV
PURPOSE

This corporation has been formed for the purpose of any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE V
REGISTERED AGENT AND OFFICE

The name of the initial registered agent for the corporation shall be :

Ngan Cheng, a resident of the State of Florida.

The street address of the initial Registered Agent of the corporation and Registered Office of the corporation is:

Ngan Cheng
531 Fleming Street
Key West, Florida 33040

ARTICLE VI CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is **THREE HUNDRED SHARES (300)** shares of common stock having a par value of ONE (\$1.00) DOLLAR per share, which shall be designated "Common Shares."

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than TEN (10) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens. The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporator(s) at the organizational meeting. Fractional shares of stock may be issued. Any amount of shares of stock authorized to be issued, but not specifically subscribed for or otherwise issued, shall be kept by the corporation as Treasury Stock. The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares, each having one vote. Stockholders of the corporation shall have a preemptive right to purchase treasury or unissued capital stock of the corporation and to vote their shares on a cumulative basis for the election of the board of directors.

There shall be a provision in the By-Laws of the corporation providing that in the event any stockholder of this corporation shall choose to sell any of his shares of stock, that the offer of sale shall first be made to the corporation, in writing, and shall be open for at least sixty (60) days, with valuation based on the formulation set forth in the By-Laws, or on current book value as determined by the accountant, if the By-Laws fail to provide the method of valuation.

There shall be a provision in the By-Laws of the corporation providing that said corporation shall elect under the provisions of Section 1362, Internal Revenue Code, to be treated as a "small business corporation" for income tax purposes, (i.e. "S Corporation" Election).

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The business of said corporation shall be conducted by a Board of Directors. The corporation shall have Five (5) Directors initially. The number of Directors may be increased or reduced from time to time by the By-Laws adopted by the corporation and the following officers, to-wit: President, Vice-President, Secretary, and Treasurer, may be held by one and the same person. The members of said Board of Directors shall be elected at the annual meeting of the stockholders of said corporation, and the said officers shall be elected by the Board of Directors at a meeting to be held immediately after the adjournment of the annual stockholders meeting. The names and address of the initial Directors who are to conduct the business of the corporation and who shall hold office for the first year of the corporation, or until successors are elected, is as follows:

Ngan Cheng, President and Treasurer
3304 Flagler Avenue
Key West, Florida 33040

Yuk Cheng, Vice President and Secretary
3327 Riviera Drive
Key West, FL 33040

Xin Hong Pan, Vice President
3304 Flagler Avenue
Key West, Florida 33040

Zehen Bao Zhao, Vice President
3327 Riviera Drive
Key West, Florida 33040

Geraldine S. Tomita, as Trustee
for the Geraldine S. Tomita Revocable
Trust UAD March 6, 2000, Vice President
833 Eisenhower Drive Unit 102
Key West, Florida 33040

ARTICLE VIII INCORPORATORS

The names and street address of the subscriber to these Articles of Incorporation is:

Ngan Cheng
531 Fleming Street
Key West, Florida 33040

By submitting these Articles of Incorporation, the incorporator affirms that the facts stated herein are true and that s/he is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S. Further, s/he acknowledges the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

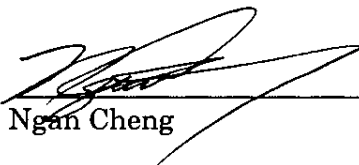
ARTICLE IX AMENDMENTS

These Articles of Incorporation may be altered or amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the outstanding Common Shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

ARTICLE X COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on the date of acknowledgment of these Articles of Incorporation by the Secretary of State.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 15th day of April 2011.

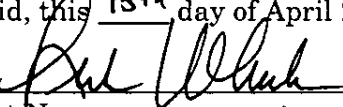


Ngan Cheng

STATE OF FLORIDA)
COUNTY OF MONROE)

Before me, a Notary Public authorized to take acknowledgments in the State and
County set forth above, personally appeared, **Ngan Cheng**, personally known to me or who
provided personally known as identification to be the person described as
Incorporator and who executed the foregoing Articles of Incorporation, and he
acknowledged before me that he subscribed to these Articles of Incorporation for the
purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal,
in the State and County aforesaid, this 15th day of April 2011.



Print Name: Linda Wheeler
Notary Public, State of Florida

My Commission Expires: 4/20/2012

SEAL



**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
FOR ACCEPTING SERVICE OF PROCESS WITHIN STATE OF FLORIDA FOR**

CHINA GARDEN KEY WEST, INC.

IN COMPLIANCE WITH Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

CHINA GARDEN KEY WEST, INC., a corporation desiring to organize and qualify under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has named as its resident agent for receiving service of process within the State of Florida:

Ngan Cheng
531 Fleming Street
Key West, Florida 33040

ACKNOWLEDGMENT

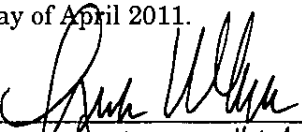
STATE OF FLORIDA)
COUNTY OF MONROE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, NGAN CHENG, to me well known or who provided personally known, as identification and known to be the individual described in and who executed the foregoing instrument and he acknowledged before me that having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, he hereby accepts said designation as resident agent on behalf of CHINA GARDEN KEY WEST, INC. and acknowledges that he is over the age of 21 years, a resident of the State of Florida and that he will accept service of process on behalf of said corporation and will accept the same at 531 Fleming Street, Key West, Florida 33040.

FURTHER, he agrees to comply with the provisions of all statutes relative to the proper performance of a registered agent.


NGAN CHENG
Registered Agent for
CHINA GARDEN KEY WEST, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15th day of April 2011.


Print Name: Linda Wheeler
Notary Public, State of Florida

My Commission Expires: 4/20/2012



(SEAL)

APPROVED
AND
FILED
11 APR 19 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA