

Florida Department of State  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
JXB NORTH AMERICA, INC.

Certificate of Status	0
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Corporate Filing Menu

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**ARTICLES OF INCORPORATION**  
OF  
JXB North America, Inc.

**ARTICLE I - NAME**

The name of this Corporation is JXB North America, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The mailing address of this Corporation shall be:

Floor 6, Huanan Building 35, Fuhua West Road  
Shiqiao Town, Tanyu, Guangzhou, China

**ARTICLE III - PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$100.00 par value common stock, which shall be designated as "Common Shares".

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1605 Dewey Street, Hollywood, FL 33020 and the name of the initial Registered Agent of this Corporation at that address is Louis R. Gigliotti.

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#### ***ARTICLE VI - INITIAL BOARD OF DIRECTORS***

The Corporation shall initially have one Director to hold office until the first annual meeting of stockholders and the successor shall have been duly elected and qualified, or until the earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director:

Evan Lau  
Floor 6, Huanan Building 35, Fuhua West Road,  
Shiqiao Town, Tanyu, Guangzhou, China

#### ***ARTICLE VII - OFFICERS***

The following having been named as officers of the Corporation shall hold office until the first annual meeting of the Board of Directors, the successors shall have been duly appointed and qualified, or until the earlier resignation, removal from office or death. The name of each officer is:

President                      Evan Lau

#### ***ARTICLE VIII - INCORPORATOR***

The name and address of the Incorporator signing these Articles is:

Louis R. Gigliotti  
1605 Dewey Street, Hollywood, FL 33020

#### ***ARTICLE IX - PRE-EMPTIVE RIGHTS***

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase the prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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### **ARTICLE X - IRC STOCK PROVISION**

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. Any such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

### **ARTICLE XI - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

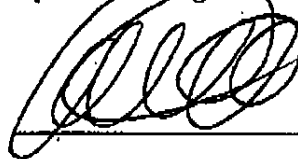
### **ARTICLE XII - AMENDMENT**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: January 9, 2015

By Louis R. Gigliotti



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TALLAHASSEE FL 32310

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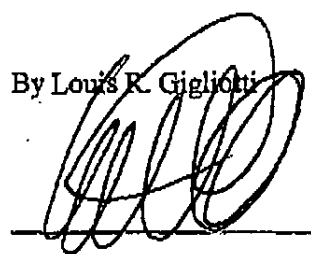
Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with section 607.0501, Florida Statutes, the following is submitted:

First that JXB North America, Inc., desiring to organize or qualify under the law of the State of Florida, has named Louis R. Gigliotti located at 1605 Dewey Street, Hollywood, FL 33020 as its agent to accept process of service within Florida.

Dated: January 9, 2015

By Louis R. Gigliotti

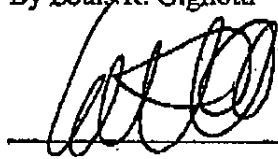


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Having been named to accept process of service for the above stated Corporation, at the place designated in this certificate, I hereby agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: January 9, 2015

By Louis R. Gigliotti



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