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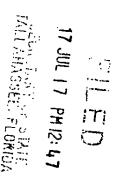
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# **BROWN & CONNERY, LLP**

ATTORNEYS AT LAW 360 HADDON AVENUE WESTMONT, NEW JERSEY 08108 (856) 854-8900 FAX (856) 858-4967



Joseph M. Nardi, III, Esquire jnardi@brownconnery.com

July 13, 2017

# VIA CERTIFIED MAIL, RRR

Florida Department of State New Filing Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Ameya USA, Inc.

Filing of Articles of Incorporation for Florida Profit Corporation

Dear Sir or Madam:

This firm is counsel to Li Dazhao, the incorporator for Ameya USA, Inc. ("Ameya"), a Florida profit corporation. Enclosed please find the following for filing:

- 1. Ameya's original Articles of Incorporation (+ 2 copies); and
- 2. Three (3) copies of Ameya's Designation as Registered Agent.

Also enclosed is a check made payable to the "Florida Department of State" in the amount of \$87.50, which represents payment for the applicable filing fee, a certified copy of Ameya's filing, and a certificate of status. Please mail the certified copy and the certificate of status to my attention at the address listed above.

Should you require anything further to process this filing, please contact me.

Thank you for your assistance with this matter.

Very truly yours.

**BROWN &/CONNERY, LLP** 

Joseph M. Nardi, III

JMN/THE/Encs.

cc: Li Dazhao (via email) (w/encs.)

#### ARTICLES OF INCORPORATION

- OF -



# AMEYA USA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

## ARTICLE I – NAME

The name of the corporation shall be AMEYA USA, INC.

# ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is FLAT /RM 402, 4/F WAH FAT INDUSTRIAL BUILDING, 10-14 KUNG YIP STREET, KWAI CHUNG, NEW TERRITORIES.

# ARTICLE III – PERIOD OF DURATION

The duration of the Corporation is perpetual.

# ARTICLE IV - CORPORATE PURPOSE, POWERS, AND RIGHTS

- 1. The purpose for which the Corporation is organized is to transact all lawful business and activities for which a corporation may be organized under the Business Corporation Act of Florida ("Act").
- 2. In furtherance of its corporate purpose, the Corporation shall have all of the powers and rights granted to and conferred on a corporation by the Act.

# <u>ARTICLE V – REGISTERED AGENT</u>

The name and Florida street address of the Corporation's initial registered agent is CT Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

#### **ARTICLE VI – SHARES**

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock, \$1.00 par value per share.

#### ARTICLE VII - BOARD OF DIRECTORS

The number of directors will be fixed from time to time by resolution of the Board of

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Directors, but, subject to vacancies, in no event shall there be less than three (3) directors. Each director shall serve until the next annual meeting of shareholders.

If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next meeting of shareholders.

The name and mailing address of the person who shall serve as the initial director of the Corporation until the first annual meeting of the shareholders is as follows:

#### LI DAZHAO

#### ARTICLE VIII – INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is LI DAZHAO. The power of the incorporator shall terminate upon the filing of the Articles of Incorporation with the office of the Secretary of State of Florida.

#### **ARTICLE IX – AMENDMENTS**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation

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- under the laws of the State of Florida, does make, file, and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

|   | LI DAZHAO 零大腿  |
|---|--|
| DATED: June 27 , 2017   | LI DAZHAO, Incorporator  |
| China :   |  |
| · ;   | SS.  |
| Be it remembered, that on this <u>27th</u> appeared before me, the undersigned officer du acknowledgments, LI DAZHAO, a party to the fo known or having produced identification chinese passport, and I having first made known | oregoing Articles of Incorporation, personally X , type of identification produced |
| acknowledge that he signed sealed, and delivered the  |  |

Notary Public

TAILLE L. SECRETARY OF STATE

Address: 19th Floor, Building C,
Zhongjin International Plaza
375 Caoxi Road North
Shanghai China

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#### DESIGNATION AS REGISTERED AGENT

In compliance with Sections 48.091 and 607.0505 of the Florida Statutes, the following is submitted:

That AMEYA USA, INC., to organize under the laws of the State of Florida, with its principal office at FLAT /RM 402, 4/F WAH FAT INDUSTRIAL BUILDING, 10-14 KUNG YIP STREET, KWAI CHUNG, NEW TERRITORIES, has named CT CORPORATION located at 1200 S. Pine Island Rd., Plantation, as its registered agent to accept service of process in the State of Florida. FL 33324

#### ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

CT CORPORATION

Kathyn H Ulillow

By: Kathryn A. Widdoes

Title: Assistant Secretary

Dated: June 30, 2017