

DONALD F. MARCH, SR.
ATTORNEY AT LAW
SUITE 227 • 7875 BIRD ROAD
MIAMI, FLORIDA 33155
1-305-264-9051

February 9, 1995
PA5000016251

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700001405137
-02/14/95--01033--003
****122.50 ****122.50

Re: Chinese American Development Corp.

Dear Sirs:

Enclosed is an original and one copy of the Articles of incorporation and a check for \$122.50 together with Registered Agent form. Please return copy with filing.

Cordially,

Donald F March

DONALD F. MARCH
DFM/lm
Enclosures

FILED
RECEIVED
FEB 14 1995
U.S. DEPT. OF STATE
WASHINGTON, D.C.

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2/15/95



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 15, 1995

DONALD F. MARCH, SR.
7875 BIRD ROAD
SUITE 227
MIAMI, FL 33155

SUBJECT: CHINESE AMERICAN DEVELOPMENT CORP.
Ref. Number: W95000003440

We have received your document for CHINESE AMERICAN DEVELOPMENT CORP. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

You must list at least one incorporator with a complete business street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kanut Khosla
Corporate Specialist

Letter Number: 695A00006710

ARTICLES OF INCORPORATION
OF
CHINESE AMERICAN DEVELOPMENT CORP.

ARTICLE I. CORPORATE NAME

The name of this corporation is CHINESE AMERICAN DEVELOPMENT
CORP.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this
corporation is:

9336 SW 143rd Place
Miami, FL 33186

ARTICLE III. CAPITAL STOCK.

The corporation is authorized to issue one hundred no par
value shares of stock.

ARTICLE IV. INITIAL REGISTERED AGENT AND INCORPORATOR

The name and address of the initial registered agent are:

RAYMOND FUNG
9336 SW 143rd Place
Miami, FL 33186

ARTICLE V. INITIAL DIRECTORS AND SHAREHOLDERS

The initial directors and shareholders are:

RAYMOND FUNG
9336 SW 143rd Place
Miami, FL 33186

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SAMMY FUNG
9336 SW 143rd Place
Miami, FL 33186

JI RONG YE
9336 SW 143rd Place
Miami, FL 33186

JIA QIANG OU
9336 SW 143rd Place
Miami, FL 33186

ARTICLE VI. INITIAL DIRECTORS AND OFFICERS

The initial directors and officers names, offices and addresses are as follows:

RAYMOND FUNG, President
9336 SW 143rd Place
Miami, FL 33186

JI RONG YE, First Vice-President
9336 SW 143rd Place
Miami, FL 33186

JIA QIANG OU, Second Vice-President
9336 SW 143rd Place
Miami, FL 33186

SAMMY FUNG, Secretary/Treasurer
9336 SW 143rd place
Miami, FL 33186

ARTICLE VII. PURPOSE

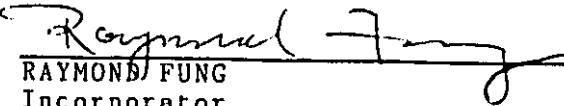
This corporation is organized to engage in all aspects of the restaurant business and related business or businesses and for the further purpose of transacting any or all lawful business.

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board

of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on February 9, 1995.

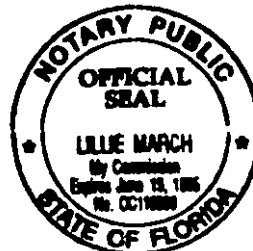

RAYMOND FUNG
Incorporator
9336 SW 143rd Place
Miami, FL 33186

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared RAYMOND FUNG, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on February 9, 1995. Raymond Fung is personally known to me.


Notary Public, State of Florida
at Large
My commission expires: 6/15/95



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CHINESE AMERICAN DEVELOPMENT CORP.

2. The name and address of the registered agent and office is:

RAYMOND FUNG

(Name)

9336 SW 143rd Place,

(P.O. Box ~~not~~ acceptable)

Miami, FL 33186

(City/State/Zip)

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

Raymond Fung
(Signature)

2-9-95
(Date)

FILED
SEP 23 11 31 AM '95
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314