

ROLAND ANTHONY ULLOA

A T T O R N E Y A T L A W

1800 S. Australian Avenue, Suite #205
West Palm Beach, Florida 33409

407-471-9793
FAX 407-478-2144

P95000036001

May 3, 1995

Florida Department of State
ATTN: SHARON TALA
DOCUMENT SPECIALIST SUPERVISOR
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: SUBJECT: MUTUAL GAIN INTERNATIONAL LIMITED, INC.
Ref. Number: W950000009057

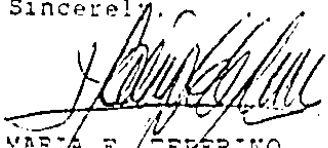
Dear Ms. Tala:

Pursuant to your request, enclosed please find the Articles of Incorporation for MUTUAL GAIN INTERNATIONAL LIMITED, INC. including the written acceptance by the registered agent.

Should you have any questions or need additional information, please do not hesitate to contact me.

Thank you for your continued courtesy and cooperation.

Sincerely,


MARIA F. TEPERINO
Legal Assistant
/mft

700001481537
-05/09/95--01130--003
****122.50 ****122.50

CERTIFIED 2288 309 303 RETURN RECEIPT REQUESTED

Enclosures.

c.c. Mr. Luis Arturo Moya Rivas

5/5/8

ROLAND ANTHONY ULLOA

A T T O R N E Y A T L A W

1800 S. Australian Avenue, Suite #205
West Palm Beach, Florida 33409

407-471-9793
FAX 407-478-2144

April 20, 1995

Brendolyn Bruton
Corporate Specialist
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

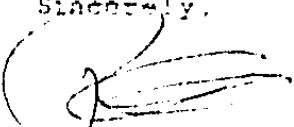
Re: MUTUAL GAIN INTERNATIONAL LIMITED

Dear Brendolyn:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and my check in the amount of \$122.50.

Please expedite. Thank you for your cooperation.

Sincerely,



ROLAND A. ULLOA
Attorney at Law

RAU/mft

Enclosures.

CERTIFIED P233 614 553 RETURN RECEIPT REQUESTED

W75-9057



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 28, 1995

ROLAND A. ULLOA, ESQ.
1800 S. AUSTRALIAN AVE., STE. 205
WEST PALM BEACH, FL 33409

SUBJECT: MUTUAL GAIN INTERNATIONAL LIMITED
Ref. Number: W95000009057

We have received your document for MUTUAL GAIN INTERNATIONAL LIMITED and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 395A00020301

ARTICLES OF INCORPORATION
OF

MUTUAL GAIN INTERNATIONAL LIMITED, INC.

The undersigned does hereby subscribe to, acknowledge and accept the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is: MUTUAL GAIN INTERNATIONAL LIMITED, INC.

ARTICLE II - DURATION

This Corporation shall commence its existence on date of filing with the Secretary of State and shall exist perpetually hereafter unless sooner dissolved according to law.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of providing any and all lawful business as permitted under the laws of Florida and of the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock at no par value, which shall be designated as "Common-Shares". All of said stock shall be payable in cash, property, (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

RECORDED
MAY 3 1965
FILED
TALLAHASSEE, FLA.

ARTICLES V - VOTING RIGHTS

Except as otherwise provided by law, 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.

ARTICLE VI - PREEMPTIVE RIGHT

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLES VII

INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL PLACE OF BUSINESS

The street address of the initial registered office of this Corporation is 19754 Black Olive Lane, in the city of Boca Raton, Florida 33498 and the name of the initial registered agent at that address is: LUIS ARTURO MOYA RIVAS.

The principal place of business of this Corporation is 19754 Black Olive Lane, Boca Raton, Florida 33498 and the Board of Directors may, from time to time, move the principal place of business to any other address in Florida.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The first Board of Directors of the Corporation shall consist of four (4) members.

The number of Directors may be increased or diminished from time to time By the By-laws but never be less than two (2).

The names and addresses of the initial Directors of this Corporation are Luis Arturo Moya Rivas, 19754 Black Olive Lane, Boca Raton, Florida 33498; Sanigrama Kote Nataraj, 2962 6th Main Road, V.V. Mohalla, Mysore-2, India; Martin Evans Ojjerro, Buruburu V House #182, Nairobi, Kenya and Ming Wang Hui, Flal B, 21st Floor, Nam Tien Building, Taikoo Shing, Hong Kong.

ARTICLE XI - INCORPORATOR

The name and address of the person signing this Articles is:

Luis Arturo Moya Rivas
19754 Black Olive Lane
Boca Raton, FL 33498

ARTICLE X - BY-LAWS

The power to adopt, alter or amend or repeal the By-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now or existing or hereafter enacted.

ARTICLES XII

The private property of the stockholders cannot be subjected to the payment of the corporate debts except as otherwise required by law.

ARTICLE XIII

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20 day of April, 1995.

Horio T. Teperino
Witness

Luis Arturo Moya Rivas
LUIS ARTURO MOYA RIVAS

Repunh Orom
Witness

MUTUAL GAIN INTERNATIONAL LIMITED - Page 5
INC.

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public, authorized to take
acknowledgements in the State and County set forth above,
personally appeared LUIS ARTURO MOYA RIVAS, known to me or who has
produced FL Drivers License to be the person who executed the
foregoing Articles of Incorporation, and acknowledged before me
that she executed these Articles of Incorporation.



LYNN K BROWN
My Commission CC412071
Expires Oct. 23, 1998
Bonded by HAI
800-422-1888

Lynn K Brown
NOTARY PUBLIC

Lynn K Brown
PRINT NAME

My Commission Expires:

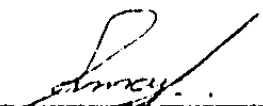
MUTUAL GAIN INTERNATIONAL LIMITED, INC. - Page 6

95 MAY -8
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 11-11-03 BY 1043

CERTIFICATE DESIGNATION PLACE OF BUSINESS DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In compliance with Section 48,091, Florida Statutes, the
following is submitted:

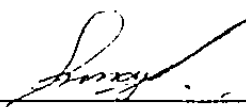
FIRST -- MUTUAL GAIN INTERNATIONAL LIMITED, INC., desiring to
organize and qualify, under the Laws of the State of Florida, with
its principal place of business at 19754 Black Olive Lane, Boca
Raton, Florida has named Luis Arturo Moya Rivas located at the same
address, as its agent to accept service of process within this
State.



LUIS ARTURO MOYA RIVAS

MAY 03, 1995
DATE

Having been named to accept service of process for the above
stated corporation, at the place designated in the certificate, the
Designated Agent hereby agrees to act in this capacity, and further
agrees to comply with the provisions of all statutes relative to
the proper and complete performance of its duties.



LUIS ARTURO MOYA RIVAS
Registered Agent

P95000036001

Teresa Taborda
Requestor's Name
10240 S.W. 56 St., Suite 115C
Address
Miami, FL 33165
City/State/Zip Phone #

200001954092
-09/24/96--01024--009
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <u>NC</u>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 OCT -7 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 10/8



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 27, 1996

Teresa Taborda
10240 SW 56th St.
Suite 115C
Miami, FL 33165

SUBJECT: MUTUAL GAIN INTERNATIONAL LIMITED, INC.
Ref. Number: P95000036001

We have received your document for **MUTUAL GAIN INTERNATIONAL LIMITED, INC.** and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 196A00044458

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MUTUAL GAIN INTERNATIONAL, LIMITED, INC.

PERSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES,
THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO
ITS ARTICLES OF INCORPORATION:

FIRST: AMENDMENT ADOPTED

ARTICLE I WILL REED:


THE NAME OF THE CORPORATION IS:

SPLENDOR INTERNATIONAL CORP.

SECOND: THE DATE OF AMENDMENT'S ADOPTION IS AUGUST 16, 1996

THIRD: THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER
OF VOTES CAST FOR THE AMENDMENT WERE SUFFICIENT FOR APPROVAL.

SIGNED THIS 17 DAY OF SEPTEMBER, 1996



LUIS ARTURO MOYA RIVAS
PRESIDENT

FILED
96 OCT -7 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA