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CR2E031(10/92)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CHONG CHINESE SEAFOOD RESTAURANT, INC.

We the undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit and subject to the following provisions.

ARTICLE I

The name of the corporation shall be:

Chong Chinese Seafood Restaurant, Inc.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The general nature of the business, or the objectives or purposes to be transacted, promoted or carried on by the corporation are as follows: This corporation may engage in and is authorized to conduct any and all activity or business permitted under the laws of the United States and the State of Florida, except that it is not to conduct a business of banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a business and loan association, mutual fire insurance association, cooperative marketing association.

ARTICLE IV

The aggregate maximum number of shares which this corporation shall have authority to issue and have outstanding at any one time is: One Hundred Shares, at One Dollar Value.

ARTICLE V

This corporation shall begin business with no less than five hundred dollars (\$500.00).

ARTICLE VI

The post office address of the principal office of this corporation shall be: 2772 S.W. 8 Street, Miami, FL. 33135.

ARTICLE VII

The name and address of the initial registered office of this corporation in the State of Florida is:

Chi Yee Chang
2772 S.W. 8 Street
Miami, Florida 33135

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors. The number of the Directors, no less than one, no more than five and shall be fixed by resolution of the stockholders at regular or special meetings, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE IX

The name and post office address of the members of the Board of Directors who shall serve as members thereof, are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Chi Yee Chang	President-Treas.	2772 S.W. 8 Street Miami, Florida 33135
Yet Mee Chang	Secretary-V.P.	2772 S.W. 8 Street Miami, Florida 33135

ARTICLE X

Distribution to incorporators is as follows:

Chi Yee Chang	60 Shares	\$1.00 Value
Yet Mee Chang	40 Shares	\$1.00 Value

ARTICLE XI

Each stockholder before offering to sell or otherwise dispose of the stock of this corporation, owned by him first offer such stock to the remaining stockholders of this corporation and obtaining their refusal to purchase same, proceed to sell at the fair market value thereof.

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ARTICLE XII

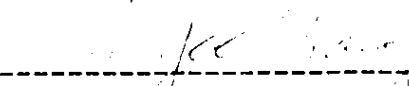
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendments to the articles of incorporation, merger, consolidations or dissolution shall be approved and submitted to the stockholders for approval 100% of all votes will be necessary and thirty days notice shall be provided.

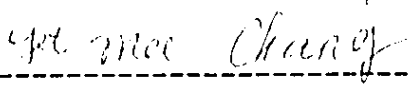
ARTICLE XIII

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of this articles of incorporation. Shall have all the general and additional powers now conferred upon it by the laws and by-laws.

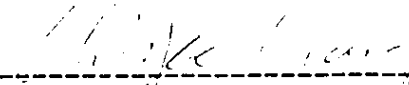
IN WITNESS THEREOF, we the undersigned, have made subscribed and acknowledged these articles of incorporation, on this 29th day of June, 1995.



Chi Yee Chang- Incorporator



Yet Mee Chang- Incorporator



Chi Yee Chang- Registered Agent,
accepting office

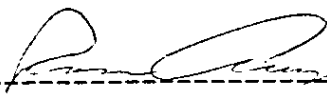
STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to administer oath and take acknowledgement, personally appeared CHI YEE CHANG AND YET MEE CHANG.

Who after first being duly sworn, executed the foregoing ARTICLES OF INCORPORATION, freely and voluntarily for the purposes therein expressed.

IN WITNESS THEREOF I have hereunto set my hand and official seal at Miami, said County and State.

My commission expires: _____



NOTARY PUBLIC, State of Florida at large.

Personally known ^{10 yrs.} or produced Identification
Type of Identification Produced:



OFFICIAL SEAL
NOTARY PUBLIC
M/ State of Florida
Jan. 6, 1997
Comm. No. CC 250621