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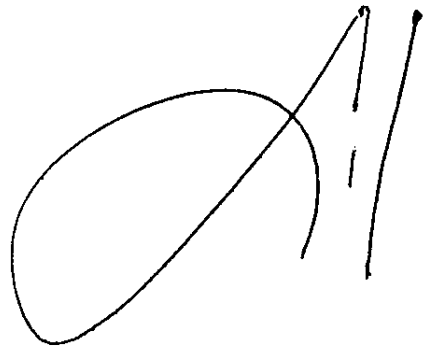
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**ARTICLES OF INCORPORATION
OF
SUSHI YOUNG, INC.**

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

**ARTICLE I
NAME**

The name of the corporation shall be:

**SUSHI YOUNG, INC.
(the "Corporation").**

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

**210 SW 11 Street, Apt #305
Miami, Florida 33031**

**ARTICLE III
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand Shares of capital stock, \$0.01 par value.

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**Tony Pomprinya
1720 Kennedy Causeway, Suite 109
North Bay Village, Florida 33141**

**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

**Tony Pomprinya
1720 Kennedy Causeway, Suite 109
North Bay Village, Florida 33141**

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**TONY POMPRINYA, ESQ.
1720 KENNEDY CWSY. #109
N. BAY VILLAGE, FL 33141**

**(305) 868-8115
FBN. 0027960**

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ARTICLE VI

The Corporation elects not to be governed by Section 607.0901 of the Florida Business Corporation Act.

ARTICLE VII

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 rata share thereof at the price at which it is offered to others.

ARTICLE VIII

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IX

The number of directors constituting the initial Board of Directors of the Corporation is one (1) and the name and address of the person who is to serve as the initial director is:

Bourhang Phibaysavath
210 SW 11 Street, Apt #305
Miami, Florida 33031

ARTICLE X - SPECIAL PROVISIONS

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code and that the Corporation will file a Subchapter S Corporation.

The undersigned incorporator has executed these Articles of Incorporation this 16th day of January, 1996.

Tony Pornprinya
Incorporator and Initial
Registered Agent

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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:
SUSHI YOUNG, INC..
- 2. The name and address of the registered agent and office is:

**Tony Pomprinya
1720 Kennedy Causeway, Suite 109
North Bay Village, Florida 33141**

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.

Tony Pomprinya
Tony Pomprinya

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