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FLORIDA DIVISION OF CORPORATIONS

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400 EAST BAYNE STREET

MIAMI FL 33136-0479

TALLAHASSEE FL 32309

CONTACT: MARY MITCHELL

FAX (904) 921-0000

PHONE: (305) 641-3804

FAX: (305) 641-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: RICE GARDEN HOLLYWOOD, INC.

FAX AUDIT NUMBER: H96000005332

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ARTICLES OF INCORPORATION
OF
RICE GARDEN HOLLYWOOD, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. - CORPORATE NAME

The name of the Corporation is RICE GARDEN HOLLYWOOD, INC.

ARTICLE II. - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon filing hereof, pursuant to F.S. §607.0203 (1991).

ARTICLE III. - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 100. Such shares shall be of a single class and shall be without par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 1832 S. Young Circle, Hollywood, FL 33020, and the name of its initial registered agent at such address is Yi Li. The principal office and mailing address of the corporation is 1832 S. Young Circle, Hollywood, FL 33020.

This instrument was prepared by:
DANIEL E. JONAS, ESQ.
LAW OFFICES OF JONAS & SILBERMAN, P.A.
300-71 Street, Suite #405
Miami Beach FL 33141
(305) 866-7621
FBN - 309850

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ARTICLE VI - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation are three. The names and addresses of the persons who will serve as members of the initial Board of Directors are as follows:

YI LI

**459 N.E. 210 Circle Terrace, Apt. #202
North Miami Beach, FL 33179**

Shih Tu

**4140 Fern Forest Road
Cooper City, FL 33026**

Ren Shuang Zheng

**2050 Douglas Road, Suite #108
Pembroke Pines, FL 33024**

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators are:

YI LI
459 N.E. 210 Circle Terrace, Apt. #202
North Miami Beach, FL 33179

Shih Tu
4140 Fern Forest Road
Cooper City, FL 33026

Ren Shuang Zheng
2050 Douglas Road, Suite #108
Pembroke Pines, FL 33024

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami Beach, Florida on the 15th day of April, 1996.



YI LI



SHIH TU



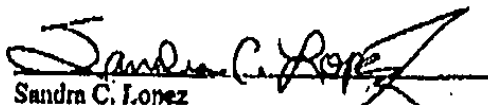
REN SHUANG ZHENG

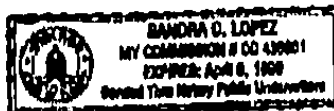
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STATE OF FLORIDA:
SS.
COUNTY OF DADE:

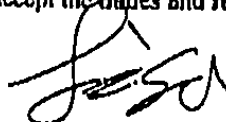
The foregoing instrument was acknowledged before me this 15th day of April, 1996, by YI LI, SHIH TU and REN SHUANG ZHENG. YI LI produced his Florida Driver's License, No.: 1.000-960-70-426-0; Shih Tu produced his Florida Driver's License T000-788-55-364-0; and Ren Shuang Zheng produced his New York State Driver's License, No.: Z08181 07742 004067 63; all of whom took an oath.


Sandra C. Lopez
Notary Public at Large, State of Florida
My commission expires: 4/6/99
My serial no., if any, is:



ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



YI LI

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: RICE GARDEN HOLLYWOOD, INC.

AUDIT NUMBER.....H97000003137

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 4

DEL.METHOD.. FAX

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TALLAHASSEE, FLORIDA

C. Morgan, Jr. 0667R4 ✓

Kind

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(4)

**ARTICLES OF AMENDMENT
H 97000003137 RICE GARDEN HOLLYWOOD, INC.**

The following provisions of the Articles of Incorporation of **RICE GARDEN HOLLYWOOD, INC.**, a Florida corporation, duly filed in Tallahassee, Florida, be and are hereby amended in the following particulars:

**ARTICLE V
REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE**

The street and mailing address of the present office and registered agent of the corporation is: **1832 S. YOUNG CIRCLE, HOLLYWOOD, FL 33020** and the name of the registered agent of this corporation at the address is **SHAOZHI MEI**.

**ARTICLE VI
DIRECTORS**

This corporation shall have not less than one (1) director.

The name and address of the present directors of the corporation are:

DEFU ZHU	14896 S. DIXIE HWY., #6, MIAMI, FL 33176
ZHILING LI	14896 S. DIXIE HWY., #6, MIAMI, FL 33176
SHAOZHI MEI	14896 S. DIXIE HWY., #6, MIAMI, FL 33176
TIAN YONG ZHU	14896 S. DIXIE HWY., #6, MIAMI, FL 33176

**ARTICLE VIII
OFFICERS**

DEFU ZHU, PRESIDENT
14896 S. DIXIE HWY., #6
MIAMI, FL 33176

SHAOZHI MEI, VICE PRESIDENT
14896 S. DIXIE HWY., #6
MIAMI, FL 33176

ZHILING LI, VICE PRESIDENT
14896 S. DIXIE HWY., #6
MIAMI, FL 33176

TIAN YONG ZHU, VICE PRESIDENT
14896 S. DIXIE HWY., #6
MIAMI, FL 33176

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TALLAHASSEE, FLORIDA

Amendments V, VI, and VIII were adopted on Feb. 14, 1997.

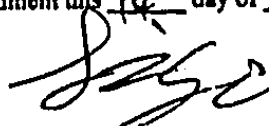
Linfeng Zhou, Esq. (954) 983-6176
3109 Stirling Rd. #101 FBN-0033420
Ft. Lauderdale, FL 33312

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The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and President has executed these Articles of Amendment this 14 day of Feb., 1997.



YI LI, Resigning Chairman of the Board of Directors, President and shareholder

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ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for **RICE GARDEN HOLLYWOOD, INC.**, at the place designated in this certificate, being familiar with the duties and responsibilities as registered agent for said corporation, I hereby agree to act in such capacity and I further agree to comply with the provisions of said Act with respect to keeping such office open.

Shao-Zhi Mei
SHAOZHI MEI, Registered agent

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

Sworn to and subscribed before me a Notary Public this 14 day of Feb.,
1997.

[Signature]
Notary public

My commission expires:

Produced identification()
Personally known (✓)



"OFFICIAL SEAL"
Linfeng Zhou
My Commission Expires 6/18/99
Commission #CC 473820

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