

# P96000043679

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service \_\_\_\_\_ Two Day Service \_\_\_\_\_

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

of No. 53037  
 RE: Eastern Federal Inc

96 MAY 22 PM 1:38

SECRETARY OF STATE DISBURSED  
 TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input type="checkbox"/> Art. of Inc. File	_____	_____
<input type="checkbox"/> Corp. Record Search	_____	_____
<input type="checkbox"/> Ltd. Partnership File	_____	_____
<input type="checkbox"/> Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)	_____	_____
<input type="checkbox"/> Art. of Amend. File	_____	_____
<input type="checkbox"/> Dissolution/Withdrawal	_____	_____
<input type="checkbox"/> C U B.	_____	_____
<input type="checkbox"/> Fictitious Name File	_____	_____
<input type="checkbox"/> Name Reservation	_____	_____
<input type="checkbox"/> Annual Report/Reinstatement	_____	_____
<input type="checkbox"/> Reg. Agent Service	_____	_____
<input type="checkbox"/> Document Filing	_____	_____
<input type="checkbox"/> Corporate Kit	_____	_____
<input type="checkbox"/> Vehicle Search	_____	_____
<input type="checkbox"/> Driving Record	_____	_____
<input type="checkbox"/> Document Retrieval	_____	_____
<input type="checkbox"/> UCC 1 or 3 File	_____	_____
<input type="checkbox"/> UCC 11 Search	_____	_____
<input type="checkbox"/> UCC 11 Retrieval	_____	_____
<input type="checkbox"/> File No.'s, _____ Copies	_____	_____
<input type="checkbox"/> Courier Service	_____	_____
<input type="checkbox"/> Shipping/Handling	_____	_____
<input type="checkbox"/> Phone ( ) _____	_____	_____
<input type="checkbox"/> Top Priority	_____	_____
<input type="checkbox"/> Express Mail Prop.	_____	_____
<input type="checkbox"/> FAX ( ) _____ pgs.	_____	_____

5000001834359  
 -05/22/96--01039--005  
 \*\*\*122.50 \*\*\*122.50

RECEIVED  
 96 MAY 22 PM 9:19  
 DIVISION OF CORPORATION

### SUBTOTALS

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
_____	\$ _____

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY Ajen \_\_\_\_\_

WALK-IN: 5/22 12:00  
 Will Pick Up \_\_\_\_\_

*w96-10899  
 PH 5/22/96*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Northam  
Secretary of State

May 22, 1996

CAPITAL CONNECTION, INC.  
P O BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: EASTERN PEARL, INC.  
Ref. Number: W96000010899

We have received your document for EASTERN PEARL, INC. 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):

The registered agent and registered office listed in your articles of incorporation must be consistent 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) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 696A00025470

*Corrected*

ARTICLES OF INCORPORATION  
OF  
EASTERN PEARL, INC.

FILED  
96 MAY 22 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned do hereby agree to become a Corporation for profit under the provisions of Chapter 607, Florida Statutes, and hereby accepts all the rights, privileges, benefits and obligations conferred and imposed by said law on Corporations pursuant to the provisions thereof, and do hereby make, subscribe, certify, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I - NAME

The name of the Corporation is:

EASTERN PEARL, INC.

ARTICLE II - DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by said Corporation shall be and is as follows:

A. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state and any body politic.

B. To establish and maintain offices for any and all operations of this Corporation at such places to be determined by

the directors, wheresoever the same may be located.

C. To purchase, lease, hire, or otherwise acquire, to hold, own, maintain, improve, alter, and to sell, rent, convey, or otherwise dispose of real estate and personal property, and any interest herein or out of this State, and elsewhere in the United States or any of its territories, or in any foreign country.

D. To borrow or raise moneys for any of the purposes of the Corporation, and from time to time, without limit as to amount, to draw, make, accept, endorse, and execute promissory notes, drafts, bonds, debentures and other negotiable and non-negotiable instruments and evidence of indebtedness and to secure the payment of any thereof and of the interest thereof by mortgage of the whole or any part of the property of the Corporation, by mortgage conveyance or assignment in trust of the whole or any part thereof, and to sell, pledge, or otherwise dispose of such bonds or other obligation for its corporation purpose.

E. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other first, individuals, or corporations, either in the State of Florida, or throughout the United States or elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to or connected with the business hereinbefore described, or any part or parts thereof, if not inconsistent with the laws of the State of Florida.

F. The enumeration herein of the powers, objects, and purpose of the Corporation shall not be deemed to exclude by inference any powers, objects, or purposes which the Corporation is empowered to exercise; whether expressly by force of the General Corporation Laws of the State of Florida, or implied by the reasonable construction of the said laws (Chapter 607 of the Florida Statutes).

#### ARTICLE IV - STOCK

The aggregate number of shares which the Corporation has authority to issue is 7,500 all of which shall be common shares with the par value of One Dollar (\$1.00) per share.

#### ARTICLE V - MINIMUM CAPITAL

The Corporation will begin business with Five Hundred Dollars (\$500.00) as minimum capital contributed by the Incorporators.

#### ARTICLE VI - DIRECTORS

There shall be two (2) members of the initial Board of Directors of the Corporation. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

<u>NAME</u>	<u>ADDRESS</u>
DANNY YIU KEUNG HO	17460 Ingram Road Fort Myers, FL 33912
TOMMY KIN NANG FUNG	17460 Ingram Road Fort Myers, FL 33912

#### ARTICLE VII - INCORPORATORS

The names and residence addresses of the Incorporators of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
DANNY YIU KEUNG HO	17460 Ingram Road Fort Myers, FL 33912
TOMMY KIN NANG FUNG	17460 Ingram Road Fort Myers, FL 33912
HING FUN WONG	18262 Mantanza Road Fort Myers, FL 33912

#### ARTICLE VIII - MERGER OR CONSOLIDATION

Any merger or consolidation of this Corporation with another Corporation shall require the holders of at least fifty-one percent (51%) of the issued and outstanding shares of each class of stock in the Corporation to approve such merger or consolidation, regardless of limitations or restrictions on the voting power thereof, entitled to vote at a meeting duly called for such a purpose.

#### ARTICLE IX - BYLAWS

The Bylaws of the Corporation are to be made, altered or rescinded by the approval of the Directors of the Corporation holding at least fifty-one percent (51%) of the outstanding stock, together with the approval by the Shareholders of the Corporation holding at least fifty-one percent (51%) of the outstanding stock.

#### ARTICLE X - AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the Directors of the Corporation, with such Directors holding at least fifty-one percent (51%) of the outstanding stock of the Corporation, together with the approval by the Shareholders of the Corporation holding at least fifty-one percent (51%) of the outstanding stock.

#### ARTICLE XI - SECTION 1244 STOCK

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### ARTICLE XII - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock in this Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

#### ARTICLE XIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is:

16520 S. Tamiami Trail  
Fort Myers, FL 33908

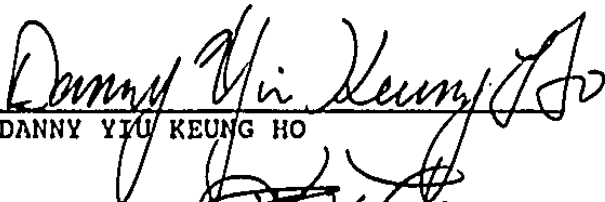
The name of the initial registered agent of the Corporation at that address is:

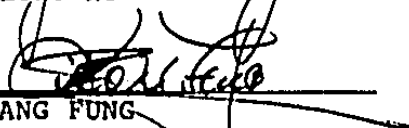
DANNY YIU KEUNG HO

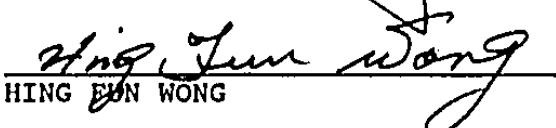
ARTICLE XIV - PRINCIPAL OFFICE, IF KNOWN,  
OR MAILING ADDRESS OF CORPORATION

The principal office or mailing address of the corporation is:

16520 S. Tamiami Trail  
S. Fort Myers, FL 33908

  
DANNY YIU KEUNG HO

  
TOMMY KIN NANG FUNG

  
HING EON WONG



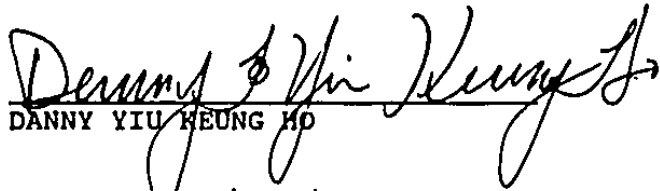
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED

96 MAY 22 PM 1:38

IN COMPLIANCE WITH SECTION 607, FLORIDA STATUTES, THE STATE  
TALLAHASSEE, FLORIDA  
FOLLOWING IS SUBMITTED:

FIRST: That EASTERN PEARL, INC. desiring to organize or  
qualify under the laws of the State of Florida, with its principal  
place of business at Fort Myers, Florida, has named DANNY YIU KEUNG  
HO, located at 16520 S. Tamiami Trail, S. Fort Myers, FL 33908, as  
its agent to accept service of process within Florida.

SECOND: Having been named to accept service of process for  
the above stated Corporation, at the place designated in this  
Certificate, I hereby agree to act in this capacity, and I further  
agree to comply with the provisions of all statutes relative to the  
proper and complete performance of my duties.

  
DANNY YIU KEUNG HO

DATED: 5/20/96