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July 16, 1996

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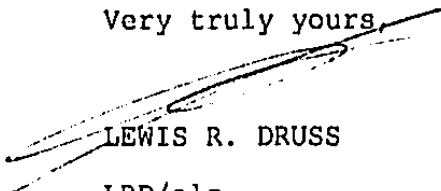
Department of State
Division of Corporation
P.O. Box 6237
Tallahassee, FL 32314

RE: FENGLIDA (AMERICA) CORPORATION - Filing New Corporation

Dear Sir/Mad,

Enclosed please find one original and one copy of the Articles of Incorporation for the above-referenced corporation together with our check in the amount of \$122.50. Please file same and return a certified copy to the undersigned in the enclosed self-addressed and stamped envelope.

Very truly yours,


LEWIS R. DRUSS

LRD/alc
Enclosures

FILED
96 JUL 18 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7.19.96
KR

ARTICLES OF INCORPORATION
OF
FENGLIDA (AMERICA) CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name and principal address and mailing address of the Corporation is FENGLIDA (AMERICA) CORPORATION, 9050 N.W. 28 Street, #1, Coral Springs, FL 33065.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

PREEMPTIVE RIGHTS

All Shareholders of the Corporation shall be vested with full preemptive rights.

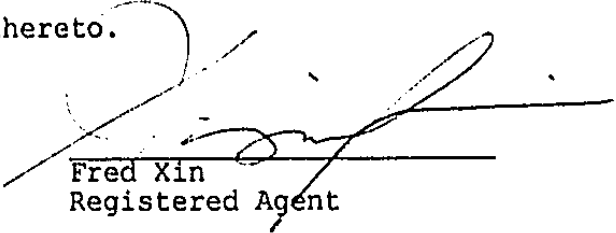
ARTICLE V

INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE

The Corporations' Initial Registered Agent and Registered Office in the State of Florida are: Fred Xin, 9050 N.W. 28 Street, #121, Coral Springs, FL 33065.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



Fred Xin
Registered Agent

ARTICLE VI

INITIAL BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the Corporation.


The name and address of the Initial Director who shall hold office until a successor has been chosen shall be: Fred Xin, 9050 N.W. 28 Street, #121, Coral Springs, FL 33065.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is: Fred Xin, 9050 N.W. 28 Street, #121, Coral Springs, FL 33065.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 12 day of July,
1996.

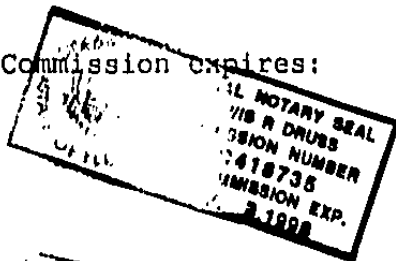

Fred Xin
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this
12 day of July, 1996, by Fred Xin, who is personally known to
me or who has produced _____ as identification.


Notary Public

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA