

EVAN JAY BYER
ATTORNEY AT LAW
1999 NORTHEAST 150TH STREET, SUITE 102
NORTH MIAMI, FLORIDA 33181

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

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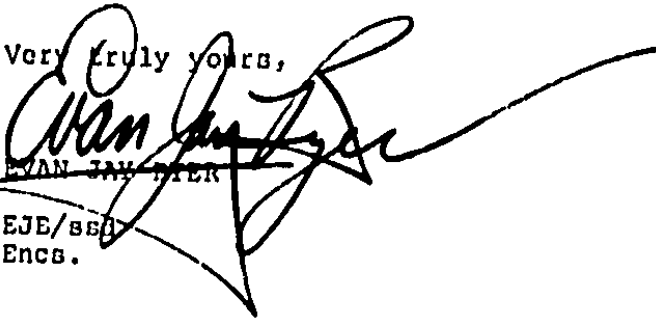
RE: Articles of Incorporation of XUHUI HEAVY INDUSTRIES CORP.

Dear Sir or Madam:

Enclosed is an original plus copy of the Articles of Incorporation of XUHUI HEAVY INDUSTRIES CORP., plus my check no. 1767 in the sum of \$122.50. Please return the copy stamped, along with the certificate, at your earliest convenience.

Thank you for your cooperation in this matter.

Very truly yours,



EVAN JAY BYER

EJE/SEE
Encs.

FILED
96 JUL 31 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF XUHUI HEAVY INDUSTRIES CORP.

FILED
JUL 31 1996
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation pursuant to the laws of the State of Florida.

- ARTICLE I : The name of the corporation shall be : XUHUI HEAVY INDUSTRIES CORP.
- ARTICLE II : The corporation shall engage in any activity or business permitted under the laws of the State of Florida.
- ARTICLE III : The corporation shall be organized to have a maximum of 1000 shares of stock outstanding. The shares shall have a par value of \$1.00 (one dollar) per share.
- ARTICLE IV : The name of the resident agent and address of the registered office and principal office are:
SEL GILBERT 1999 N.E. 150TH STREET
MIAMI, FLORIDA 33181
- ARTICLE V : The corporation shall have one director. The number of directors may be increased from time to time by by-laws adopted by the shareholders.
- ARTICLE VI : The amount of capital with which the corporation shall commence business shall be not less than five hundred dollars.
- ARTICLE VII : The corporation shall exist perpetually.
- ARTICLE VIII : The name and address of the first board of directors is:
SEL GILBERT 1999 N.E. 150TH STREET
MIAMI, FLORIDA 33181
- ARTICLE IX : The name and address of the subscriber to these Articles of Incorporation and the number of shares he/she has agreed to take is:
SEL GILBERT 1999 N.E. 150TH STREET 500 shares.
MIAMI, FLORIDA 33181
- ARTICLE X : These Articles of Incorporation may be amended in any manner provided by law.

.....
SUBSCRIBER

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared SEL GILBERT, to me known to be the person described herein and who executed the foregoing Articles of Incorporation for the purposes therein stated.

.....
NOTARY PUBLIC

My commission expires:

DESIGNATION OF REGISTERED AGENT

XUHUI HEAVY INDUSTRIES CORP., a corporation desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the City of Miami, State of Florida, has named SEL GILBERT, situate at 1999 N.E. 150TH STREET, MIAMI, FLORIDA, 33181, in the City of Miami, State of Florida, as its agent to accept service of process.

..... 7/25/96
CORPORATE OFFICER TITLE DATE

I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as Resident Agent.

..... 7/25/96
RESIDENT AGENT DATE