

P96000072119

June 12, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

SECRET
-06/18/96--01051--014
***122.50 ***122.50

Re: 38 Live Fish of Orlando, Inc.

Dear Sir:

Enclosed please find the notarized original Articles of Incorporation and Acceptance of Registered Agent. Also enclosed is my check in the amount of \$122.50 for the filing fee.

Please return one copy to me after filing. Thank you for your assistance in this matter. If you have any questions, please contact my office.

Sincerely,

Shui Kung
Shui Kung
5100 Howell Branch Road
Winter Park, FL 32792
(407)671-5171

W96-13108

Dmc
8/29/96

96 AUG 29 PM 2:04
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1996

SHUI KUNG
5100 HOWELL BRANCH ROAD
WINTER PARK, FL 32792

SUBJECT: 38 LIVE FISH OF ORLANDO, INC.
Ref. Number: W96000013108

We have received your document for 38 LIVE FISH OF ORLANDO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 896A00030541

dissolution #35

RACHEL L. SIU
Certified Public Accountant

5100 HOWELL BRANCH ROAD
WINTER PARK, FLORIDA 32792
(407) 679-2433
(407) 671-4352 Fax

Attn: Doris McDuffie
Florida Department of State
Box 6327
Tallahassee, FL 32314

August 21, 1996

Dear Ms McDuffie:

Enclosed please find an 1) affidavit of intention, 2) articles of dissolution, 3) articles of
38 Live Fish of Orlando, Inc. Please file the articles at your earliest convenience.

Thank you for your assistance.

Sincerely,



Rachel L. Siu, CPA

FLORIDA
ARTICLES OF INCORPORATION
OF
38 LIVE FISH OF ORLANDO, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I
Name

The name of the Corporation is 38 Live Fish of Orlando, Inc.

ARTICLE II
Duration

The term of existence of the corporation is perpetual.

ARTICLE III
Purpose

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV
Capital Stock

The aggregate number of shares which the Corporation has authority to issue is One Thousand (1,000), all of which shall be common shares with a par value of One Dollar (\$1.00).

ARTICLE V
Preemptive Rights Granted

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

**ARTICLE VI
Registered Office**

The street address of the initial registered office of the Corporation is 39 W Colonial Drive, Orlando, FL 32801 and the name of the initial Registered Agent at such address is Shui Kung. 30 Live Fish of Orlando, Inc. will have its principal office and mailing address at 39 W Colonial Drive, Orlando, FL 32801.

**ARTICLE VII
Directors**

The Board of Directors of the Corporation shall consist of at least one (1) member.

The name and address of the director(s) is(are):

**Shui Kung
166 Breezeway Court
New Smyrna Beach, FL 32169**

**Sun Feng Ge
5201 Broadway Ave, Apt #3
Orlando, FL 32801**

**ARTICLE VIII
Incorporators**

The name and address of the incorporator is:

**Shui Kung
166 Breezeway Court
New Smyrna Beach, FL 32169**

FILED

96 AUG 29 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

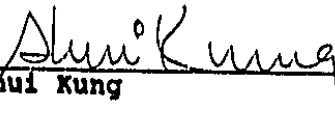
ACCEPTANCE OF REGISTERED AGENT

I, Shui Kung, having been named as Registered Agent to accept service of process of:

38 LIVE FISH OF ORLANDO, INC.

heroby accept and agree to comply with the provisions of said act relative to keeping said office open.

DATED at Winter Park, Seminole County, Florida this twelfth day of June, 1996.


Shui Kung

STATE OF FLORIDA
COUNTY OF Hammock

On this twelfth day of June, 1996, the below signed officer, known to me to be the person whose name is subscribed to the within instrument, acknowledged that they execute the same for the purposes therein contained.

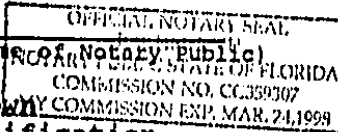
IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Shui Kung
(Signature of person making affidavit)

Shui Kung
(Print name of person making affidavit)

Rachel Siu
(Signature of Notary Public- State of Florida)

Rachel Siu
(Print Commissioned Name of Notary Public)



- Personally Known
- Produced Identification
- Type of I.D. produced

P96000072 119

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1997

38 LIVE FISH OF ORLANDO, INC.
39 W COLONIAL DR
ORLANDO, FL 32801

SUBJECT: 38 LIVE FISH OF ORLANDO, INC.
Ref. Number: P96000072119

Debit Memo #: 1897-D

This is to inform you that check #1589 in the amount of \$165.00 submitted with the annual report for 38 LIVE FISH OF ORLANDO, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after April 19, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 397A00008741

P96000072119

March 5, 1997

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-03/06/97--01009--001
****18.00 ****18.00

REPLACEMENT FEE 1997

ANNUAL REPORT: 38 LIVE FISH OF
ORLANDO, INC.

DEBIT MEMO: # 1897-D

100002105591--7
-03/06/97--01009--001
****18.00 ****18.00

CHECK #: 1589