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LEE'S GARDEN CHINESE RESTAURANT, INC.

2710 BLANDING BLVD. UNIT #16

MIDDLEBURG, FL 32068

904-282-3851

SEPTEMBER 9, 1996

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
P.O. BOX 6327
TALLAHASSEE, FL 32314

REF: INCORPORATION

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-09/13/96--01006--007
****122.50 ****122.50

Dear Sir/Madam:

Attached is the Article of Incorporation for establishing a new organization. The name of this organization shall be Chung Wa Chinese Food, Inc. We would like to have its effective date OCTOBER 1, 1996. This Article of Incorporation has been prepared under the law of the State of Florida.

The following items are enclosed:

1. A signed Article of Incorporation along with a Copy.
2. A check for 122.50 as fees.
3. A signed Certificate Designating Registered Agent.

We would appreciate if you confirm the filing date, and the above effective date at the above address.

Thank you for your cooperation.

Sincerely,

Tao Hsien Li
Tao Hsien Li (President)

EFFECTIVE DATE

10-1-96

FILED
96 SEP 12 11:49
TALLAHASSEE
FLORIDA
STATE

SEP 13 1996

EFFECTIVE
OCT. 1, 1996

ARTICLES OF INCORPORATION

OF

CHUNG WA CHINESE FOOD, INC.

95 SEP 12 AM 11:49

FILED IN 15

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formulation, liability, rights and privileges and immunities of a corporation for profit.

EFFECTIVE DATE
10-1-96

ARTICLE I - NAME

The name of the corporation shall be CHUNG WA CHINESE FOOD, INC.

ARTICLE II - OFFICE

The principal office and mailing address of this corporation shall be situated at 2710 Blanding Blvd. # 16, Middleburg, FL 32068 and said corporation shall have the rights and privileges of business in such states of the United States and foreign countries whenever the Board of Directors may from time to time order and establish.

ARTICLE III - REGISTERED AGENT

The street address of this corporation's initial reregistered office will be at 2389 FERNVIEW DRIVE, ORANGE PARK, FL 32065 and the name of its initial registered agent will be TAO HSIEN LI at such address.

ARTICLE IV - NATURE OF BUSINESS

The nature of the business and the purposes to be transacted are to engage in and to have unlimited power to do any lawful act concerning any of all lawful business for which corporations may be incorporated under the provisions of the Florida general Corporation Law.

ARTICLE V - CAPITAL STOCK

The total authorized capital stock of this corporation shall be 15,000, divided into a maximum of 15,000 shares, which shall of common stock of par value of \$1 each, fully paid and non assessable.

All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

In case a stockholder desires to sell his/her share or shares of stock, he/she must offer them for sale to the remaining stockholders, it being the intention hereof to give them a preference in the purchase of same, and any attempted sale in violation of this provision is null and void. A stockholder desiring to sell his / her stock file notice in

writing of his/her intention with the Secretary of the corporation, stating the terms of sale, and unless his/her terms are accepted by any or all of the other stockholders, or the corporation, within six months thereafter, they shall be deemed to have waived their privilege of purchasing, and he/she shall be at the liberty to sell to anyone else, according to the same terms as filed with the corporation.

ARTICLE VI - CAPITAL

The amount of capital with which the corporation shall commence business shall not be less than \$ 500.00 .

ARTICLE VII - TERMS OF EXISTENCE

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VIII - POSITIONS

The business of this corporation shall be conducted by a Board of Directors consisting of one or more persons.

The officers of this corporation shall be a President, a vice-president, a Secretary, a Treasurer, and such other officers as shall be appointed in accordance with the By-laws of this corporation.

ARTICLE IX - DIRECTORS

The names and street addresses of the members of the first Board of Directors, who shall hold office from the organization of this corporation to the first annual meeting, or until their successors are elected and have qualified, are as follows:

NAME

ADDRESS

TAO HSIEN LI

2389 FERNVIEW DRIVE
ORANGE PARK, FL 32065

CHUN FANG LIU

2389 FERNVIEW DRIVE
ORANGE PARK, FL 32065

ARTICLE X - OFFICERS

The following shall hold office named until their successors shall be regularly elected and shall be qualified :

<u>NAME</u>	<u>ADDRESS</u>
TAO HSIEN LI - PRES., , TREAS.	2389 FERNVIEW DRIVE ORANGE PARK, FL 32065
CHUN FANG LIU - VICE-PRES. , SECRETARY	2389 FERNVIEW DRIVE ORANGE PARK, FL 32065

ARTICLE XI - STOCK SUBSCRIBERS

The names and street addresses of each subscriber of stock are :

<u>NAME</u>	<u>ADDRESS</u>
TAO HSIEN LI	2389 FERNVIEW DRIVE ORANGE PARK, FL 32065

ARTICLE XII - EFFECTIVE DATE

These articles of incorporation shall be effective on October 1, 1996.

The undersigned incorporator has executed these Articles of incorporation this 9__ day of SEPTEMBER 1996.

Li Tso Hsien
Signature of Stock Subscriber

9-9-96

SEP 12 11:11 AM '96
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the law of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the Corporation is CHUNG WA CHINESE FOOD, INC.

2. The name of the registered agent and office address is:

TAO HSEIN LI
2389 FERNVIEW DRIVE.
ORANGE PARK, FL 32065

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Tao Hsein Li

(Registered Agent)

DATE

9-9-96