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OF COUNSEL
NIRAL R. SONNITT
WHITE COLLAR CRIMINAL DEFENSE
N. MARK LAM
ADMITTED IN CALIFORNIA

SEP. 19, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **AMERICAN CLADE, INC.**

100001954241
-09/24/96--01036--006
****122.50 ****122.50

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter. Please contact me if you have any questions or I can be any further help.

Sincerely,



Cheng-Shou Wang

Corp.Let

AL SEP 25 1996

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96 SEP 23 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION 96 SEP 23 PM 1:09

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMERICAN CLADE, INC

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **AMERICAN CLADE, INC.**

ARTICLE II

The existence of the corporation shall begin on the day of Incorporation.

ARTICLE III

The street address of the principal office of the Corporation is **9620 S.W. 72nd CT. MIAMI, FL 33156-2910.**

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one hundred (100), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is **9620 S.W. 72nd CT. MIAMI, FL 33156-2910.** The initial registered agent for the Corporation at that address is **Hong Xie.**

ARTICLE VI

The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

Hong Xie	9620 S.W. 72nd CT. MIAMI, FL 33156-2910.
George Wang	9620 S.W. 72nd CT. MIAMI, FL 33156-2910.
Gloria H.J. Xu	9620 S.W. 72nd CT. MIAMI, FL 33156-2910.

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Hong Xie 9620 S.W. 72nd CT. MIAMI, FL 33156-2910.

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19th day of Sep., 1996.

Hong Xie
Hong Xie

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for AMERICAN CLADE, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Hong Xie
Hong Xie

Date: Sep. 19, 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA