

P96000085554

EMPIRE CORPORATE KIT COMPANY  
ELECTRONIC FILING COVER SHEET

((H96000014498 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: YUEN AND LI, CORP.

AUDIT NUMBER.....H96000014498

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 7

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
help F1 Option Menu F2

NUM CAPS Connect: 00:24:23

RECEIVED  
96 OCT 16 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
96 OCT 16 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

300-47518  
WALSH-2923  
KALAN  
10/16/96



**FLORIDA DEPARTMENT OF STATE**  
**Sandra D. Morham**  
**Secretary of State**

October 16, 1996

**EMPIRE CORPORAT KIT COMPANY**

**MIAMI, FL**

**SUBJECT: YUEN AND LI, CORP.**  
**REF: W96000021923**

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

**Tarri Buckley**  
**Corporate Specialist**

**FAX Aud. #: W96000014498**  
**Letter Number: 796A00047374**

ARTICLES OF INCORPORATION

OF

YUEN AND LI, CORP.

H96000014498

FILED

96 OCT 16 PM 3:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be:

YUEN AND LI, CORP.

ARTICLE II

PURPOSES

The purpose for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- a) To transact any lawful business.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is One Hundred (100) shares of common stock, having a nominal or par value of \$.10 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

Prepared by:

DAVID A. ROSENBLATT, ESQUIRE  
9190 SUNSET DRIVE  
MIAMI, FLORIDA 33173  
TELEPHONE (305) 595-3444  
FLORIDA BAR NO.: 253758

H96000014498

**ARTICLE IV**

**H96000014498**

**TERM**

This corporation shall have perpetual existence.

**ARTICLE V**

**REGISTERED OFFICE  
and PRINCIPAL OFFICE**

The Registered and Principal Office shall be located at 11176 SW 112 Terrace, Miami, Florida 33176 or such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law.

**ARTICLE VI**

**DIRECTORS, OFFICERS AND INITIAL REGISTERED AGENT**

This corporation shall have not less than one (1) nor more than nine (9) directors, as set forth in the By-Laws. The name and street addresses of the first Board of Directors, the initial Registered Agent and the initial Officers of this corporation who, subject to these Articles of Incorporation, By-Laws and the laws of the State of Florida, shall hold office until their successors have been elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN YUEN/PRESIDENT SECRETARY/TREASURER	11176 SW 112 TERRACE MIAMI, FLORIDA 33176

**H96000014498**

**ARTICLE VII**

**H96000014498**

**SUBSCRIBERS**

The names and street addresses of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
JOHN YUEN/PRESIDENT SECRETARY/TREASURER	11176 SW 112 TERRACE MIAMI, FLORIDA 33176

**ARTICLE VII**

**SPECIAL PROVISIO**

Any action by the directors of this corporation which is within their power taken at a meeting of such directors shall be valid for all intents and purposes whether or not lawful notice of said meeting shall have been given to all directors as required by law or by the By-Laws of this corporation, if at any time prior to, during or subsequent to such meeting all directors shall execute a waiver of notice of such meeting or approve the action taken at such meeting.

When not prohibited by law, any action of the shareholders of this corporation may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part

**H96000014498**

H96000014498

of the corporate records. Such consent shall have the same force and effect as the unanimous vote of the shareholders and may be stated as such in any certificate or document filed with the Department of State of the State of Florida or any other governmental agency of any state, county or nation or with any private organization, corporation, person or persons.

Nothing in this Article shall be construed to allow any act of the Board of Directors to be approved by less than a majority of said directors or wherever a greater vote is required by law or in the By-Laws for that vote.

#### ARTICLE IX

##### INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to the inspection of shareholders and no shareholder shall have any right of inspecting any account, book or document of this corporation except as conferred by statute unless authorized by a resolution of the shareholders or the Board of Directors.

#### ARTICLE X

##### INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation as permitted by law against all expenses and liability, including counsel fees, reasonably incurred

H96000014498

STATE OF FLORIDA )  
 ) ss  
COUNTY OF DADE )

H96000014498

BEFORE ME, the undersigned authority, this day personally appeared JOHN YUEN, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation of YUEN AND LI, CORP., and he acknowledged before me that he signed and executed the same for the purposes stated therein.

SWORN TO AND SUBSCRIBED before me this 15<sup>th</sup> day of October, 1996.



MICHELLE MEDINA  
My Commission 00488647  
Expires Feb 08 1999  
Bonded by AMS  
R00-000-3070

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:

**CERTIFICATE ACCEPTING DESIGNATION  
OF  
REGISTERED AGENT**

I, JOHN YUEN, hereby certify that I have accepted the designation as Registered Agent of YUEN AND LI, CORP., and agree to serve as its agent to accept service of process within the State at its Registered Office.

  
JOHN YUEN, President

FILED  
96 OCT 16 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H96000014498

H96000014498

by or imposed upon them in connection with any proceeding to which they may be a party or in which they may become involved by reason of them being or having been an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

**ARTICLE XI****TELEPHONE MEETING AUTHORIZED**

Members of the Board of Directors or of any executive committee designated by the Board of Directors in accordance with law shall be deemed present at any meeting of the Board of Directors or the executive committee as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and be heard by all other persons, is used.

**ARTICLE XII****AMENDMENTS**

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami, Dade County, Florida, this 15 day of October, 1996.

  
John Yuen, President

H96000014498