

10/10/96

ORIGIN DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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((1196000014718 6))

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: CHINA HONG KONG, INC.

AUDIT NUMBER.....1196000014718

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT EFFECTIVE DATE

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95 OCT 18 PM 3:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 OCT 18 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

818
H8306
10/18/96

ARTICLES OF INCORPORATION
OF
CHINA HONG KONG, INC.

H96000014718

ARTICLE I - NAME

The name of the Corporation is CHINA HONG KONG, INC.

ARTICLE II - DURATION

The date when the Corporation's existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved. The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

Murray E. Shepard, Esq.
Shepard, Leasker & Levine, P.A.
409 S.E. 7th Street
Fort Lauderdale, FL 33301
(954) 467-8660
Florida Bar No. 359750

-1-

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of \$1.00 Par Value Common stock.

ARTICLE V - PREEMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share of stock of this Corporation (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Shepard, Leskar & Levine, P.A., 409 S.E. 7th Street, Ft. Lauderdale, Florida 33301, and the name of the initial Registered Agent of this Corporation is Murray E. Shepard, Esq.

ARTICLE VII - FIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of One (1) Director. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than One (1). The name and address of the initial Board of Directors of this Corporation are:

Man To Ho
7372 N.W. 49th Place
Lauderhill, Florida 33319

-2-

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ARTICLE VIII - CORPORATE ADDRESS

The initial address of the corporation shall be 7372 N.W. 49th Place, Lauderdale, Florida 33319.

ARTICLE IX - INCORPORATOR

The name and address of the persons signing these Articles of Incorporation is:

Wan To Ho
7372 N.W. 49th Place
Lauderdale, Florida 33319

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17 day of October, 1996.

Wan To Ho
WAN TO HO,
Incorporator

STATE OF FLORIDA :
COUNTY OF BROWARD : ss:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared WAN TO HO, known to me to be the person who executed the foregoing Articles of Incorporation, and who produced personally known as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 17 day of October, 1996.

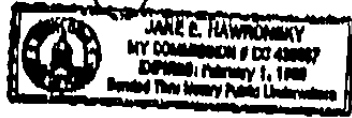
-3-

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My Commission Expires:

Jane E. Hawthorn
Notary Public State of Florida



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CHINA HONG KONG, INC., as designated in the Articles of Incorporation, Murray E. Shepard, Esq., agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: October 17, 1996

[Signature]
Murray E. Shepard, Esq.

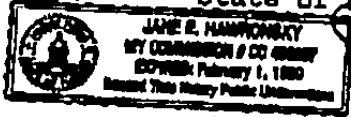
STATE OF FLORIDA :
COUNTY OF BROWARD :
:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared Murray E. Shepard, Esq., known to me to be the person who accepted this designation as Registered Agent of the aforesaid corporation, and who is personally known to me or has produced personally known as identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 17 day of October, 1996.

My Commission Expires:

Jane E. Hawthorn
Notary Public State of Florida



H96000014718

P96000086355

10:32 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000011283 3))

D: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

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

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: CHINA HONG KONG, INC.

AUDIT NUMBER.....H97000011283

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

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RECEIVED

97 JUL 10 AM 11:03

CLERK OF SUPERIOR COURT

FILED
97 JUL 10 PM 1:46
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

Amendment
7-10-97
De

9

10:32 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000011283 3))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: CHINA HONG KONG, INC.

AUDIT NUMBER.....H97000011283

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 3

DRL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
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FLORIDA DEPARTMENT OF STATE
Sandra B. Morthom
Secretary of State

July 10, 1997

CHINA HONG KONG, INC.
7372 N.W. 49TH PLACE
LAUDERHILL, FL 33319

SUBJECT: CHINA HONG KONG, INC.
REF: P96000086355

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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 (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: E97000011283
Letter Number: 297A00035614

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97 JUL 10 PM 1:27
JOHN F. CORPORATION

③ H 97000011283

ARTICLES OF AMENDMENT
CHINA HONG KONG, INC.

The following provisions of the Articles of Incorporation of CHINA HONG KONG, INC., a Florida corporation, duly filed in Tallahassee, Florida, be and are hereby amended in the following particulars:

ARTICLE VI
OFFICE AND THE REGISTERED AGENT

The street and mailing address of the present office and registered agent of the corporation is: 7551 W. OAKLAND PARK BLVD., LAUDERHILL, FL 33319 and the name of the registered agent of this corporation at the address is WAN TO HO.

ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have not less than one (1) director.

The name and address of the present directors of the corporation are:

WAN TO HO, 7372 NW 49TH PLACE, LAUDERHILL, FL 33319
PING CHEUEG LEON, 14351 SW 52ND ST., MIAMI, FL 33175

The foregoing amendments were adopted by unanimous consent of the shareholders and directors of the corporation on July 9, 1997.

IN WITNESS WHEREOF, the undersigned director has executed these Articles of Amendment this 9th day of July, 1997.

Wan To Ho

WAN TO HO, shareholder and Director

Ping Cheueg Leon

PING CHEUEG LEON, shareholder and Director

FILED
97 JUL 10 PM 1:46
TALLAHASSEE, FLORIDA

Linfeng Zhou, Esq.,
3109 Stirling Rd. Suite 101
Ft. Lauderdale, FL 33312
(954) 993-6176

FL Bar # 0033420

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H97000011283

STATE OF FLORIDA)

COUNTY OF BROWARD)

Sworn to and subscribed before me a Notary Public this 9th day of July
1997.

Yifeng Zhou
Notary public

My commission expires:
Produced identification ()
Personally known ()



"OFFICIAL SEAL"
Yifeng Zhou
My Commission Expires 6/18/00
Commission #CD 473820

H97000011283

TOTAL P.05

H 97000011283

ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for **CHINA HONG KONG, INC.** at the place designated in this certificate, being familiar with the duties and responsibilities as registered agent for said corporation, I hereby agree to act in such capacity and I further agree to comply with the provisions of said Act with respect to keeping such office open.

Wan Y. H.
WAN TO HO, Registered agent

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ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for **CHINA HONG KONG, INC.** at the place designated in this certificate, being familiar with the duties and responsibilities as registered agent for said corporation, I hereby agree to act in such capacity and I further agree to comply with the provisions of said Act with respect to keeping such office open.

Wan Y. H.

WAN TO HO, Registered agent

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