

P96000087603


Dear Sir,

Enclosed is a check in the amount of \$122.50 and two copies of a charter in connection with the incorporation of Charter Supreme (USA) Inc. in the state of Florida.

The Second copy is for you to certify the charter and please return to me by the enclosed USA AirBill of Federal Express.

Sincerely yours,

Charter Supreme (USA) Inc.


Jennifer Kong

100001983351--5
-10/22/96--01178--013
****122.50 ****122.50

FILED
96 OCT 22 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10.24.96
KR

**ARTICLES OF INCORPORATION
OF
CHARTER SUPREME (USA) INC.**

FILED
96 OCT 22 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned natural person(s), competent to contract, acting as incorporator of corporation under the General Corporation Law of the State of Florida, make, subscribe, acknowledge and file the following Articles of Incorporation for such corporation.

**ARTICLE I
NAME OF CORPORATION**

The name of this corporation shall be :

CHARTER SUPREME (USA) INC.

**ARTICLE II
GENERAL NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The authorized capital stock of this corporation shall consist of **500** shares of common stock of the par value of One Dollar (\$1.00) per share, which shall be issued for such consideration as may be fixed by the Board of Directors of the corporation.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which the corporation will begin business is **Five Hundred Dollars (\$500.00)**.

**ARTICLE V
CORPORATE EXISTENCE**

The Corporation is to have perpetual existence.

ARTICLE VI
PRINCIPAL OFFICE

The street address of the principal office of the corporation in the state of Florida is :

1081 SW 101 Terrace
Pembroke Pines, FL 33025

ARTICLE VII
NUMBER OF DIRECTORS

The number of directors of the Corporation shall be set from time to time by the By-Laws, but shall be at least one (1).

ARTICLE VIII
FIRST BOARD OF DIRECTORS

The names and street addresses of the members of the first board of directors of the corporation are as follow :

Wai Yee Kwok (Director)
Units 6 & 8, 18/FL., Block E.
Wah Lok Ind. Centre, 31-41 Shan Mei St.,
Fo Tan, Shatin, N.T. Hong Kong.

Shuk Yin Sze (Director)
Units 6 & 8, 18/FL., Block E.
Wah Lok Ind. Centre, 31-41 Shan Mei St.,
Fo Tan, Shatin, N.T. Hong Kong.

ARTICLE IX
SUBSCRIBERS

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

Shuk Yin Sze
Units 6 & 8, 18/FL., Block E.
Wah Lok Ind. Centre, 31-41 Shan Mei St.,
Fo Tan, Shatin, N.T. Hong Kong.

ARTICLE X
INDEMNIFICATION

To the full extent permitted by law, the corporation shall indemnify person made or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including one in the right of the corporation to procure a judgment in its favor) by reason of the fact that he, or his testator or intestate, is or was a director, officer, employee or agent of the corporation or served any other corporation, partnership, joint venture, trust or other enterprise in any capacity, at the request of the corporation.

ARTICLE XI

SPECIAL PROVISIONS

- (a) No holder of stock of the corporation of any class shall have any preferential, preemptive or other right to subscribe for or to purchase from the corporation any stock of the corporation of any class whether or not now authorized, to purchase any bonds, certificates of indebtedness, debentures, notes, obligations, or other securities, which the corporation may at any time corporation of any class.
- (b) No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation, is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm, or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association of corporation in which he may be in anywise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled corporation without regard to the fact that he is also director of such subsidiary or controlled corporation.
- (c) The Board of Directors, in addition to choosing the President, Secretary and Treasurer of the corporation, may choose one or more Vice Presidents, an Assistant Secretary, and Assistant Treasurer and such other officers as the Board shall deem advisable, and such officers shall serve for such terms and have such duties as may be determined by the Board of Directors,
- (d) The stockholders may, in their discretion choose a Chairman of the Board of Directors at the annual meeting of the stockholders of the corporation; or if the annual meeting of the stockholders is not held, at any meeting of the stockholders thereafter called pursuant to the By-Laws of the corporation.

RESIDENT AGENT

Jennifer Kung
1081 S W 101 Terrace
Pembroke Pines, FL 33025

IN WITNESS WHEREOF, I do make and subscribe these Articles of Incorporation the 26th day of August, 1996.

Shuk Yin Sze

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

I hereby certify that on this day before me, an office duly authorized in the state aforesaid to take acknowledgments, personally appeared **Shuk Yin Sze** to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the county and state last aforesaid the 26th day of August, 1996.

LINNA LEE
Notary Public, State of Florida
My Comm. expires Mar 15, 1997
No. 266218

Notary Public, State of Florida

ACKNOWLEDGMENT BY RESIDENT AGENT

Having been named to accept service of process for the above state corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: [Signature]
Resident Agent

FILED
96 OCT 22 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA