

p96000095768

November 11, 1996

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

RRR

Re: Yalley International Corporation (USA)

Dear Sir or Madam:

200002009312--4
-11/20/96--01021--005
****122.50 ****122.50

Enclosed please find Articles of Incorporation of Yalley International Corporation (USA) in duplicate and a money order in the amount of \$122.50.

Please forward the stamped copies of the Articles of Incorporation and the true copy certificate to the following address:

Mr. Simon Ng
11767 S. Dixie Hwy., #118
Miami, FL 33156

Thank you in advance for your cooperation in this matter.

Sincerely yours,

Simon Ng
Simon Ng.

FILED
96 NOV 19 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN NOV 25 1996

**ARTICLES OF INCORPORATION
OF
YALLEY INTERNATIONAL CORPORATION (USA)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Corporation is **YALLEY INTERNATIONAL CORPORATION (USA)**.

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III
STOCK**

This Corporation is authorized to issue 10,000 shares of common stock with a par value of \$1.00 per share.

**ARTICLES IV
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is **11767 SOUTH DIXIE HWY, #118, MIAMI, FLORIDA 33156**; and the name of the initial registered agent at that address is **SIMON NG**.

**ARTICLE V
DIRECTORS**

This Corporation shall have **ONE DIRECTOR** initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is

**YALI LIU
11767 S. DIXIE HWY, #118
MIAMI, FLORIDA 33156**

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is **SIMON NG, 11767 S. DIXIE HWY, #118, MIAMI, FLORIDA 33156**.

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is
SIMON NG, 11767 S. DIXIE HWY, #118, MIAMI, FLORIDA 33156.

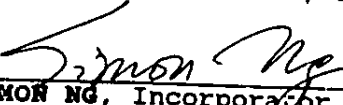
**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless
and insure its officers and directors to the fullest extent
permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner
dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation on October 24, 1996.


SIMON NG, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered
agent contained in the foregoing Articles of Incorporation.


SIMON NG, Agent

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TALLAHASSEE, FLORIDA