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TALLAHASSEE, FL 32301-2607  
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LEGAL & FINANCIAL SERVICES

P96000100992

ACCOUNT NO. : 072100000032

REFERENCE : 182259 127724A

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 70.00

ORDER DATE : December 10, 1996

ORDER TIME : 1:20 PM

ORDER NO. : 182259-005

CUSTOMER NO: 127724A

300002029323--6..

CUSTOMER: Mr. Wei Xu  
MR. WEI XU

1835 Shadyhill Terrace

Winter Park, FL 32792

DOMESTIC FILING

NAME: CHINA AUTO PARTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
96 DEC 13 PM 3:55  
SEAL OF THE STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CHINA AUTO PARTS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CHINA AUTO PARTS, INC.

The address of the principal office of this corporation shall be 1835 Shadyhill Terrace, Winter Park, Florida 32792, and the mailing address of 'e corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

FILED  
96 DEC 13 PM 3:55  
STATE  
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1835 Shadyhill Terrace, Winter Park, Florida 32792, and the name of the initial registered agent of the corporation at that address is Wei Xu.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Wei Xu  
Dir.

1835 Shadyhill Terrace  
Winter Park, Florida 32792

Jianguo Tan  
Dir.

1835 Shadyhill Terrace  
Winter Park, Florida 32792

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on December 13, 1996.

Deborah D. Skipper

It's Agent, Deborah D. Skipper  
Incorporator

ADM/THW

FILED

96 DEC 13 PM 3:55

SECRET  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

Wei Xu, an individual residing in this  
state, having a business office identical with the registered  
office of the corporation named below, and having been  
designated as the Registered Agent in the above and foregoing  
Articles of Incorporation of:

CHINA AUTO PARTS, INC.

Wei Xu is familiar with and accepts the  
obligations of the position of Registered Agent under Section  
607.0505, Florida Statutes.

By: 

Typed Name: Wei Xu