

P970000 30226

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

EFFECTIVE DATE

4-4-97

FILED  
97 APR -3 AM 10:35  
TALLAHASSEE, FLORIDA

K.R. APR - 3 1997

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY BAR \_\_\_\_\_

WALK-IN Will Pick Up 4/3/1100

No 53800

RE: Flying Dragon  
of Miami, Inc.

C.C. FEE. DISBURSED

☒ Capital Express™  
☒ Art. of Inc. File  
☐ Corp. Record Search  
☐ Ltd. Partnership File  
☐ Foreign Corp. File  
☒ ( ) Cert. Copy(s)

☐ Art. of Amend. File  
☐ Dissolution/Withdrawal  
☐ C U S-  
☐ Fictitious Name File

☐ Name Reservation  
☐ Annual Report/Reinstatement  
☐ Reg. Agent Service  
☐ Document Filing

☐ Corporate Kit  
☐ Vehicle Search  
☐ Driving Record  
☐ Document Retrieval

☐ UCC 1 or 3 File  
☐ UCC 11 Search  
☐ UCC 11 Retrieval  
☐ File No.'s, \_\_\_\_\_ Copies  
☐ Courier Service  
☐ Shipping/Handling  
☐ Phone ( ) \_\_\_\_\_  
☐ Top Priority  
☐ Express Mail Prep.  
☐ FAX ( ) \_\_\_\_\_ pgs.

SUBTOTALS \_\_\_\_\_

FEE..... \$

DISBURSED..... \$

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit Invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

EFFECTIVE DATE  
4-4-97

CERTIFICATE OF INCORPORATION  
OF  
FLYING DRAGON OF MIAMI, INC.

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FILED  
97 APR -3 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this business corporation shall be Flying Dragon of Miami, Inc.

ARTICLE TWO

NATURE OF BUSINESS

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

ARTICLE THREE

TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which Corporation existence shall begin is April 4, 1997, upon acceptance by the Secretary of State.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue shares of stock as follows:

A. Designation: The stock of this corporation shall be known as common stock.

B. Authorized: The maximum number of shares of common stock that this corporation may issue is: 500 SHARES.

C. Par Value: Each share of common stock shall have a par value of: one dollar (\$ 1.00 ).

D. Consideration: Shares of common stock may be issued in exchange for cash, real property, labor or services rendered of any combination of the foregoing. In the absence of fraud in the transaction the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

E. Non-Accessibility: Each share of common stock shall be issued in exchange for consideration which is at least equal to the part value thereof and shall be fully paid and non-accessible.

F. Voting Rights: Each share of common stock shall entitle the record holder thereof to one vote upon each proposal presented at meetings of the stockholders of the corporation.

G. Cumulative Voting: No holder of common stock shall be entitled to any right of cumulative voting.

H. Dividends: Record holders of common stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

I. Liquidation Rights: Holders of common stock are entitled in the event of liquidation or dissolution of this corporation to

receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts or obligations.

#### ARTICLE FIVE

##### MINIMUM CAPITAL

The amount of capital with which the corporation shall begin shall not be less than Five Hundred Dollars (\$500.00), or such greater amount as may be required by law.

#### ARTICLE SIX

##### ADDRESS

The initial Post Office address of the principal office of this corporation in the State of Florida is 762 N.W. 123 Ct., Miami, Florida 33182.

#### ARTICLE SEVEN

##### NUMBER OF DIRECTORS

This corporation shall at all times have at least ONE DIRECTOR. The stockholders of this corporation may from time to time and at any time increase or diminish the size of the Board of Directors of this corporation provided that the corporation shall at all times have a minimum of ONE DIRECTOR.

#### ARTICLE EIGHT

##### FIRST BOARD OF DIRECTORS

The name and post office addresses of the members of the first Board of Directors are:

PRESIDENT: Xifen Yu

Address: 762 N. W. 123 Ct., Miami, Florida 33182

VICE PRESIDENT/SECRETARY: Yinggun Sun

Address: 762 N. W. 123 Ct., Miami, Florida 33182

ARTICLE NINE

SUBSCRIBER'S ADDRESS

The Post Office address of the subscribers of these Articles of Incorporation, the number of stock they agree to take and the value of the consideration thereof are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF STOCKS</u>
Xifen Yu	762 N. W. 123 Ct., Miami, Fl. 33182	500

ARTICLE TEN

AMENDMENT

This Certificate of Incorporation may be amended in any manner consistent with the Laws of the State of Florida.

ARTICLE ELEVEN

RESIDENT AGENT

The Resident Agent of this Corporation is:

NAME: George W. Chesrow

ADDRESS: 1230 South Alhambra Circle, Coral Gables, Fl. 33146

This Corporation may change its Resident Agent and its principal office at any time.

STATE OF FLORIDA     )

COUNTY OF DADE       )

BEFORE ME, the undersigned authority, personally appeared,  
Xifen Yu, person to me known  
and known to me to be the individual described herein whom executed  
the foregoing Certificate of Incorporation and whom acknowledged  
before me that the same was executed for the purpose herein  
expressed.

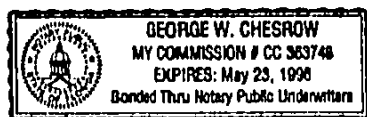
IN WITNESS WHEREOF, I have hereunto affixed my hand and  
official seal at Miami, Dade County, Florida, this 1st day of  
April, 1997.

Xifen Yu  
Xifen Yu

SWORN TO AND SUBSCRIBED before me, this 1st day of  
April, 1997.

George W. Chesrow  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My Commission Expires:

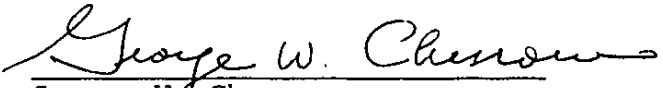


CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Flying Dragon of Miami, Inc.
2. The name and street address of the registered agent and office is George W. Chesrow, 1230 South Alhambra Circle, Coral Gables, Florida 33146.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
George W. Chesrow

FILED  
97 APR -3 AM 10:35  
STATE  
TALLAHASSEE