



LAW OFFICES OF
Keith W. Saks

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 12 AM 8:16

May 7, 1997

KEITH W. SAKS
ATTORNEY AT LAW
5915 PONCE DE LEON BLVD.
CORAL GABLES, FL 33146

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*****70.00 *****70.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Asian Quality Products, Inc.

Gentlemen:

I enclose herein the original Articles of Incorporation for the subject corporation, together with a check for \$70.00 to cover the filing and registered agent fees.

Please forward your letter indicating filing to this office at your earliest convenience.

Very truly yours,


KEITH W. SAKS

KWS/cw

Encl.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
ASIAN QUALITY PRODUCTS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE 1 - NAME

The name of the corporation is Asian Quality Products, Inc. The principal office is c/o Gustavo Echeverria at 1111 Crandon Blvd. #A-905 Key Biscayne, Fl. 33149

ARTICLE 2 - DURATION

The term of existence of the corporation is perpetual.

ARTICLE 3 - PURPOSE

The corporation is formed for the following purpose: Conduct of an import/export business. The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 4 - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is five hundred (500), all of which shall be common shares with a par value of \$1.00.

ARTICLE 5 - REGISTERED OFFICE

The street address of the initial registered office of the corporation is c/o Keith W. Saks, Esq. 5915 Ponce de Leon Blvd. #60 Coral Gables, Fl. 33146, and the name of the initial registered agent at such address is KEITH W. SAKS, ESQ.

ARTICLE 6 - DIRECTORS

The corporation shall have one (1) director initially. 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 names and addresses of the initial directors of this corporation are:

Gustavo Echeverria, President	1111 Crandon Blvd. #A-905 Key Biscayne, Florida 33149
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ARTICLE 7 - INCORPORATOR -RESIDENT AGENT

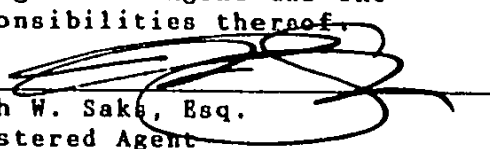
The name and address of the Incorporator is Gustavo Echeverria 111 Crandon Blvd. #A-905 and the Resident Agent is Keith W. Saks, Esq. 5915 Ponce de Leon Blvd. #60 Coral Gables, Florida 33146.

ARTICLE 8 - PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 9th day of May, 1997.

I hereby accept designation
as Registered Agent and the
responsibilities thereof.


Keith W. Saks, Esq.
Registered Agent


Gustavo Echeverria,
Incorporator

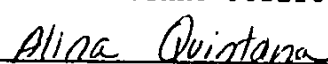
STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

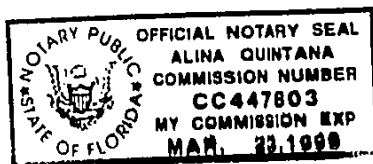
BEFORE ME, a Notary Public, personally appeared Gustavo
Echeverria, either personally known to me to be the person whose name
is subscribed to the within instrument, or who produced as I.D. a Fl.
D.L. and acknowledged that he executed the same for the purpose
therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal in
the County and State aforesaid, this 9th day of May, 1997.


NOTARY PUBLIC

My Commission Expires:


Printed name of Notary



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CLERK OF DISTRICT COURT
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