

**LAZARUS CORPORATE INVESTMENTS, INC.**  
 Registered Firm  
 801 S.W. 8th Avenue, Suite 1600  
 Address  
 MIAMI, FLORIDA 33174 (305)552-5973  
 City/State/Zip Phone #  
 LOCAL REPRESENTATIVE TALLAHASSEE

**9700054988**

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. D.A.O. INTERNATIONAL TRADING COMP, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_ **500002219405--9**  
 (Corporation Name) (Document #) **-06/23/97--01037--005**  
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4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 97 JUN 23 PM 12:13  
 DIVISION OF STATE  
 TALLAHASSEE FL 32304

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 97 JUN 23 AM 11:09  
 DIVISION OF CORPORATION

*Handwritten signature/initials*

Examiner's Initials	
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ARTICLES OF INCORPORATION  
OF  
D.A.O. INTERNATIONAL TRADING COMP., INC.

FILED  
97 JUN 23 PM 12:13  
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 I NAME

The name of the corporation shall be D.A.O. INTERNATIONAL TRADING COMP., INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, 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 1,000 share of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 2244 N.W. 21 Terrace, Miami, Florida 33142 and the name of the initial Registered Agent for the corporation at the address is CHERNG JI LEE.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

## ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's 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 or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

1. CHERNG JI LEE  
2244 N.W. 21 Terrace  
Miami, FL 33142

The Officers for this corporation shall consist of:

- |                      |                          |
|----------------------|--------------------------|
| 1. CHERNG JI LEE     | President/Vice President |
| 2244 N.W. 21 Terrace | Secretary/Treasurer      |
| Miami, FL 33142      |                          |

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

CHERNG JI LEE  
224 N.W. 21 Terrace  
Miami, FL 33142

IN WITNESS WHEREOF, the undersigned has hereunto set his hand  
and seal on this 9th day of June, 1997.

Incorporator:

x [Signature]  
CHERNG JI LEE

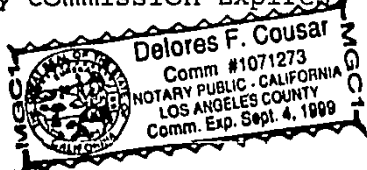
STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was executed and acknowledged before  
me this 9th day of June, 1997, by  
Cherng Ji Lee who is California Driver Lic. personally  
known or produced Ca. Dr. Li. A6886755 as identification.

[Signature]  
Notary Public

Delores F. Cousar  
Printed Name

My Commission Expires



DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. D.A.O INTERNATIONAL TRADING COMP., INC. A corporation organizing under the laws of the State of Florida, with its principal office located at 2244 N.W. 21 Terrace, Miami, Florida 33142, has named CHERNG JI LEE, whose address is 2244 N.W. 21 Terrace, Miami, Florida, as its Agent to accept service of process within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

x *Cherng Ji Lee*  
CHERNG JI LEE

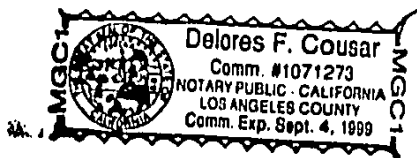
STATE OF: *California*  
COUNTY OF: *Los Angeles*

BEFORE ME, the undersigned authority, this day personally appeared *Cherng Ji Lee*, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this *9th* day of *June*, 19*97*.

*Delores F. Cousar*  
Notary Public

My Commission Expires: (Seal)



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