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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: USA WIN CORPORATION

AUDIT NUMBER.....H97000012728

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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B. REGISTER AUG 5 1997

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ARTICLES OF INCORPORATION
OF
USA WIN CORPORATION

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ARTICLE I
NAME

The name of this Corporation is **USA WIN CORPORATION**

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 100 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of this Corporation is **3111 STIRLING ROAD, FT. LAUDERDALE, FL 33312**; and the name of the initial registered agent at that address is **CAROLY PEDERSEN**.

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

CHARLIE CHUNG CHEN
3501 NW 47TH AVENUE, #R-406
LAUDERDALE LAKES, FL 33319

CHUEN LIH HUANG
3501 NW 47TH AVENUE, #R-406
LAUDERDALE LAKES, FL 33319

CAROLY PEDERSEN, ESQ.
3111 Stirling Rd.
Ft. Laud., FL 33312
(954) 985-4122
FBN. 0798762

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**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is CAROLY PEDERSEN, 3111 STIRLING ROAD, FT. LAUDERDALE, FL 33312.

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is 2608 N. OCEAN BLVD., POMPANO BEACH, FL 33062.

**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 August 4, 1997.


CAROLY PEDERSEN, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

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


CAROLY PEDERSEN, Agent

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