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*Please Reply to St. Petersburg Office*

September 3, 1997

Division of Corporations  
Department of State  
PO Box 6327  
Tallahassee, FL 32314

400002287394--3  
-09/08/97--01130--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**Re: Incorporation of Liaoning International Trading, Inc.**

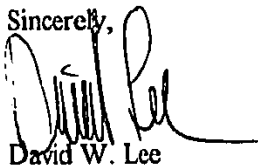
Dear Sir/Madam:

The Incorporator, Mr. Changjiang Zhao, has retained me to handle the incorporation legal work in the formation of the Liaoning International Trading, Inc., a Florida corporation. Enclosed please find Articles of Incorporation for the above corporation along with a check in the amount of \$78.75 for the certification, filing fees for the corporation and designation of registered agent.

Enclosed is also a copy of the Articles of Incorporation. Please return this to my office with the filing date stamped on it.

Thank you for your time and attention to this matter.

Sincerely,

  
David W. Lee

Enclosures: The original and a photocopy of the Article of Incorporation; \$78.75 personal checks for the fees required.

FILED  
97 SEP -8 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

me 9/10/97

## **ARTICLE OF INCORPORATION**

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

### **ARTICLE ONE**

#### **NAME**

The name of the corporation is *Liaoning International Trading of Florida, Inc.*

### **ARTICLE TWO**

#### **CORPORATE DURATION**

The duration of the corporation is perpetual.

### **ARTICLE THREE**

#### **PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of investment, real estate development and import & export of domestic and foreign products.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General corporation Act and engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

### **ARTICLE FOUR**

#### **CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 100,000,000. Such shares shall be of a single class, and shall have a par value of \$0.01 per share.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE FIVE**

### **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 10839 Hampton Road, Jacksonville, Florida 32257 and the name of its initial registered agent at such address, is Changjiang (C.J.) Zhao.

## **ARTICLE SIX**

### **DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is two. The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Yafang Hua	10839 Hampton Road, Jacksonville, Florida 32257
Xiwu Lu	10839 Hampton Road, Jacksonville, Florida 32257

The number of directors may be raised or lowered by amendment of the bylaws of the corporation, or shareholder's resolution, but shall in no case be less than one.

## **ARTICLE SEVEN**

### **PRINCIPAL OFFICE**

The principal office of the Corporation shall be 10839 Hampton Road, Jacksonville, Florida 32257

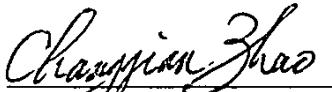
## **ARTICLE EIGHT**

### **INCORPORATORS**

The name and address of incorporator is:

Name	Address
Changjiang Zhao	10839 Hampton Road, Jacksonville, Florida 32257

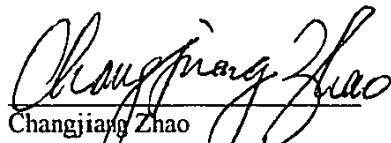
Executed by the undersigned at 10033 9<sup>th</sup> St.N., Suite 106, St. Petersburg, Florida 33716.

  
Changjiang Zhao  
Incorporator

Date 9/3/96

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 am familiar with and accept the obligations of my position as registered agent.

Dated 9/3/96

  
Changjiang Zhao  
Registered Agent

FILED  
97 SEP -8 AM 10:01  
SUCAL COUNTY CLERK  
TALLAHASSEE, FLORIDA