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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: CITIROM USA CORP.

AUDIT NUMBER:.....H97000018856

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

CERT. OF STATUS...1

PAGES..... 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1997

FAS-T CORP AGENTS INC

SUBJECT: CITRIOM USA CORP.
REF: W97000025638

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must have a Florida street address. A post office box is not acceptable.

The registered agent and street address must be consistent wherever it appears in your document.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H97000018856
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ARTICLES OF INCORPORATION

of

CITIROM USA CORP.

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

ARTICLE I - CORPORATE NAME & ADDRESS

The name of the corporation is CITIROM USA CORP. which is located at 7891 West Flagler Street, #166, Miami, Fl 33144.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (600) of one Dollar(s) (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE & AGENT

The name and street address of the Initial Registered Agent for this Corporation is:

ZhiHong Liu
8225 Lake Drive, #C404
Miami, Fl 33166

PREPARED BY: JANE CHAO, CPA TEL: 561-362-9544 FAX: 561-362-9486
3401 N. FEDERAL HIGHWAY, STE 209, BOCA RATON, FL 33431

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names & addresses of the initial directors of the corporation are as follow:

HsinChung Yu
12431 Curry Court
Saratoga, Ca 95070

Sufon Lu Yu
12431 Curry Court
Saratoga, Ca 95070

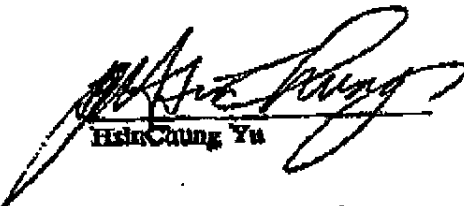
Ying Zhang
12431 Curry Court
Saratoga, Ca 95070

ARTICLE VII - INCORPORATORS

The name and address of the persons signing these articles of incorporation are as follow:

HsinChung Yu
12431 Curry Court
Saratoga, Ca 95070

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10TH day of NOVEMBER, 1997.


HsinChung Yu

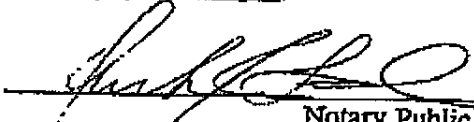
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STATE OF FLORIDA

COUNTY OF PALM BEACH

SS

The foregoing instrument was acknowledged before me by HsinChung Yu on this
10TH day of NOVEMBER, 1997.


Notary Public
State of Florida at Large

My Commission Expires:



**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF
CITIROM USA CORP.**

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with Said Act:

First -- The CITIROM USA CORP. desiring to organize under the laws of the state of Florida, with its principal office, as indicated in the Articles of Incorporation at 7891 W. Flagler Street, #166, Miami, Fl 33144, has named ZhiHong Liu, located at 8225 Lake Drive, #C404, Miami, Fl 33166, as its agent to accept service of process within this State.

Having been named to accept services of process for the above state corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply the provisions of said Act relative to keeping open said office.


ZhiHong Liu
Registered Agent

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