

P97000101399

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 26 PM 12:36

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400002357414--4
-11/26/97--01011--016
****122.50 ****122.50

SUBJECT: Royal Pearl, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :
\$122.50
Filing Fee & Certified Copy
(Additional Copy Required)

From: Han John Luo
Name (printed or typed)

24 N. Lancelot Ave.,
Address

Orlando, FL 32835
City, State & Zip

407-291-2951
Daytime Telephone number

D. BROWN DEC - 2 1997

ARTICLES OF INCORPORATION
OF

Royal Pearl, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 26 PM 12:36

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Royal Pearl, Inc.

The principal place of business and the mailing address of the corporation shall be: 24 N. Lancelot Ave. Orlando, FL 32835

ARTICLE II. EXISTENCE OF CORPORATION

This Corporation shall have perpetual duration unless sooner dissolved according to law.

ARTICLE III. PURPOSE AND GENERAL POWERS

The general purpose of this corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the act. This corporation shall have all of the powers enumerated in the Act and all such other powers as are not specifically prohibited to corporations for profit under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 24 N. Lancelot Ave., Orlando, FL 32835 and the initial registered agent of the Corporation at that address shall be Han John Luo.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall consist of two directors. The names and addresses of the directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Han John Luo	24 N. Lancelot Ave., Orlando, FL 32835
Bih Yueh Luo	24 N. Lancelot Ave., Orlando, FL 32835

The number of Directors of this Corporation shall be the number from time to time fixed by the shareholders, or by the Directors, in accordance with the terms and conditions of Bylaws, but at no time shall said number of Directors be less than one.

ARTICLE VII OFFICERS

The name and address of the officer of this corporation who, subject to these Articles, the Bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the directors of this corporation for the election of permanent officers or until their successors have been duly elected and qualified is:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Han John Luo	President	24 N. Lancelot Ave., Orlando, FL 32835
Bih Yueh Luo	Vice President	24 N. Lancelot Ave., Orlando, FL 32835

ARTICLE VIII AMENDMENT

This corporation reserves the right to amend, alter, add, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation. All actions, including, but not limited to, Amendment of Articles of Incorporation, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same may be amended in the future.

ARTICLE IX BY LAWS

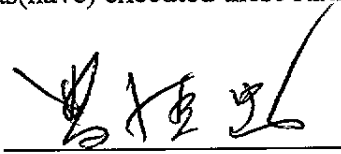
The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Han John Luo
24 N. Lancelot Ave.
Orlando, FL 32835

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 25th day of November, 1997.



Signature

**CERTIFICATE DESIGNATION OF PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

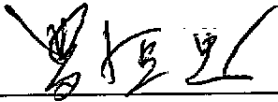
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 26 PM 12:36

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Royal Pearl, Inc. (the "Corporation") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Han John Luo as its Registered Agent to accept service of process within the of Florida with its registered office located at 24 N. Lancelot, Orlando, FL 32835.

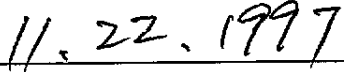
ACKNOWLEDGEMENT

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.



(Signature)

Han John Luo, Registered Agent



(Date)