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TRANSMITTAL LETTER

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

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-12/17/97--01045--004
****122.50 ****122.50

SUBJECT: CHEN AND CHEN CORPORATION
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for
\$ 122.50.

FROM:

FAY J. GILCHRIST
Name (printed or typed)

944 PINELAND DRIVE
Address

ROCKLEDGE, FL 32955
City, State, & Zip

(407) 631-8092
Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97DEC 17 PM 2:18

12-17-97
WJS

ARTICLES OF INCORPORATION

OF

CHEN AND CHEN CORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: CHEN AND CHEN CORPORATION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

944 PINELAND DRIVE, ROCKLEDGE, FL 32955

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: FAY J. GILCHRIST, 944

PINELAND DRIVE, ROCKLEDGE, FL 32955

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

FAY J. GILCHRIST, 944 PINELAND DRIVE, ROCKLEDGE, FL 32955

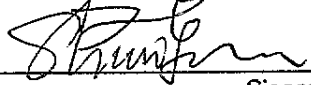
YU SHUN CHEN, 944 PINELAND DRIVE, ROCKLEDGE, FL 32955

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

13TH day of DECEMBER, 19 97.



Signature



Signature

Signature

Articles of Incorporation

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: CHEN AND CHEN CORPORATION

2. The name and address of the registered agent and office is:

FAY J. GILCHRIST
(Name)

944 PINELAND DRIVE,
(P.O. Box **NOT** acceptable)

ROCKLEDGE, FL 32955
(City/State/Zip)

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

SIGNATURE



DATE

12/13/97