

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P980000032368

Kam Hb Motors U.S.A. Corp.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR -8 PM 1:34

400002482374--8

-04/08/98--01036--014
****122.50 ****122.50

Signature _____

Requested by: CS

Name _____

Date 4/8

Time 9:40

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File cert
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
98 APR -8 AM 10:28
DIVISION OF CORPORATIONS

CP
04-08-98

**ARTICLES OF INCORPORATION
OF
KAM HO MOTORS U.S.A., CORP.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -8 PM 1:34

ARTICLE I. CORPORATION NAME

The name of this corporation is:

KAM HO MOTORS U.S.A. CORP.

7490 Field Rd.

Ft. Myers, Florida 33912

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

SHEK CHAU PING

7490 Field Rd.

Ft. Myers, Florida 33912

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders,

but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

SHEK CHAU PING

7490 Field Rd.

Ft. Myers, Florida 33912

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

SHEK CHAU PING

7490 Field Rd.

Ft. Myers, Florida 33912

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on 7th day of April, 1998

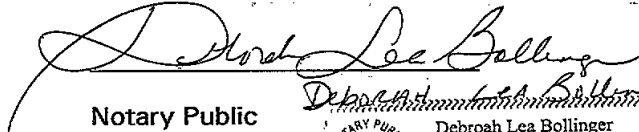
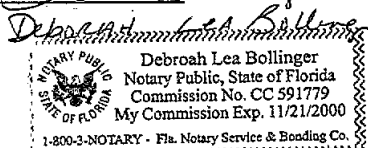
INCORPORATOR

Shek Chau Ping
SHEK CHAU PING

BEFORE ME, a Notary Public, personally appeared

SHEK CHAU PING to me known to be the person described as Incorporator or who has produced his drivers licenses as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on April 7, 19 98.

My Commission expires:


Notary Public


I hereby am familiar with and accept the duties and responsibilities as registered agent for KAM HO MOTORS U.S.A., CORP.

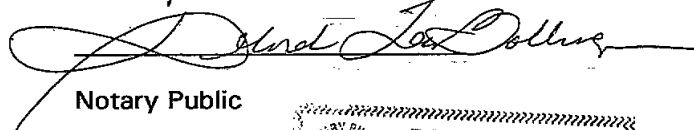
Shek Chau Ping

SHEK CHAU PING

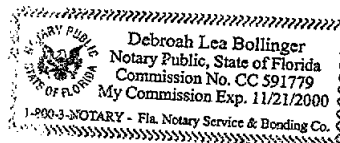
Registered Agent

BEFORE ME, a Notary Public, personally appeared SHEK CHAU PING to me known to be the person described as Registered Agent or who has produced his drivers license as identification and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this April 7, 19 98.


Notary Public

My Commission expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -8 PM 1:34