

P980000 33376

XIAO BING XU

ATTORNEY & COUNSELOR AT LAW
5705 HANSEL AVENUE - ORLANDO - FLORIDA 32809
VOICE (407) 851-1000 FAX (407) 851-1007

March 17, 1998

DIRECTOR
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: SHINING (USA) INC.

Dear Sir or Madam:

I am enclosing herewith the original and one (1) copy of the Articles of Incorporation for the referenced corporation together with the original Resident Agent Form for filing.

Also enclosed is my check no: in the amount of \$122.50 to cover the cost of:

- | | |
|--|---------|
| 1. Filing fees | \$35.00 |
| 2. Designation of Registered Agent | \$35.00 |
| 3. Certified Copy of Articles of Incorporation | \$52.50 |

Please return the certified copy of the Articles to this office. Thank you for your cooperation in this matter.

Sincerely,


XIAO BING XU

XXB/nnn
enclosures

000002484800--4
-04/10/98--01026--022
****122.50 ****122.50

FILED
98 APR 10 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK APR 13 1998

**ARTICLES OF INCORPORATION
SHINING (USA) INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act hereby adopt the following articles of incorporation.

ARTICLE I: NAME

The name of the corporation is SHINING (USA) INC..

ARTICLE II: DURATION

The term of existence of the corporation is perpetual.

ARTICLE III: PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV: CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is One Hundred (100) having \$0.50 par value per share, all of which shall be common shares.

ARTICLE V: REGISTERED OFFICE

The street address of the initial registered office of the corporation is 69 Franciscan Lane, Palm Coast, FL 32137 and the name of the initial registered agent at such address is PEI NAN LI.

ARTICLE VI: DIRECTORS

The names and addresses of the Initial Board of Directors are:

NAME

ADDRESS

MEI YUN PAN

69 Franciscan Lane, Palm Coast, FL 32137

FILED
98 APR 10 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PEI NAN LI

69 Franciscan Lane, Palm Coast, FL 32137

ARTICLE VII: INCORPORATOR

The name and address of the incorporator is:

NAME

ADDRESS

PEI NAN LI

69 Franciscan Lane, Palm Coast, FL 32137

IN WITNESS WHEREOF, I have subscribed my name this March 17, 1998.

Pei nan Li 3/25/98
PEI NAN LI

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17 day of March, 1998, by PEI NAN LI, who is personally known to me or who has produced Florida Driver License or others 600-660-45-385 as identification and who did take an oath.

Notary Public

Bruce A. Bernhard

State of Florida at Large
My Commission Expires:

Mail Boxes Etc.
138 Palm Coast Pkwy. N.E.
Palm Coast, FL 32137



BRUCE A. BERNHARD
COMMISSION # CC414286
EXPIRES OCT. 18, 1998
ALAN INSURANCE SERVICES
1-800-486-9040

STATE OF FLORIDA
COUNTY OF ORANGE

Certificate designating place of business for the service of process within this State and naming agent upon whom process may be served.

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

SHINING (USA) INC., a corporation organizing under the laws of the State of Florida with its principal office at 69 Franciscan Lane, Palm Coast, FL 32137, in the City of Palm Coast, State of Florida, has named PEI NAN LI at said address, as its agent to accept service of process within this state.

SHINING (USA) INC.

By: Pei nan Li 3/25/98
PEI NAN LI, Its Vice President

ACCEPTANCE

I AGREE as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Pei nan Li 3/25/98
PEI NAN LI, Resident Agent

FILED
98 APR 10 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA