

TRANSMITTAL LETTER

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

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-04/29/98--01075--003
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SUBJECT: Huan Qiu International Investment Group, USA, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: William S. Huang
Name (Printed or typed)

2905 Lakeview Dr.
Address

Fern Park, FL 32730
City, State & Zip

(407) 830-0068
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 29 PM 1:36

FILED

NOTE: Please provide the original and one copy of the articles.

4-29-98
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**ARTICLES OF INCORPORATION
OF
HUAN QIU INTERNATIONAL INVESTMENT GROUP, USA, INC.**

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation pursuant to Section 607.0202 of the Florida Statutes.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be:

HUAN QIU INTERNATIONAL INVESTMENT GROUP, USA, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE III
CAPITAL STOCK**

A. The total authorized capital stock of this corporation is **THREE HUNDRED MILLION (300,000,000.00)** shares of Common Stock, par value \$1.00 per share.

B. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE IV
TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE**

The initial street and mailing address of the principal office of this corporation in the State of Florida is **2905 LAKEVIEW DRIVE, FERN PARK, FLORIDA, 32730**, directors may from time to time move the principal office to another address in Florida.

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TALLAHASSEE, FLORIDA

**ARTICLE VI
NUMBER OF DIRECTORS**

This corporation shall have not less than one (1) director.

**ARTICLE VII
FIRST BOARD OF DIRECTORS**

The name and street address of the initial member(s) of the Board of Directors are:

**XI JIN RONG, CHAIRMAN OF THE BOARD, AND PRESIDENT
2905 LAKEVIEW DRIVE, FERN PARK, FL 32730**

**WILLIAM S. HUANG, VICE PRESIDENT
2905 LAKEVIEW DRIVE, FERN PARK, FL 32730**

**ZHI YU DAI, GENERAL MANAGER AND DIRECTOR
2905 LAKEVIEW DRIVE, FERN PARK, FL 32730**

**ZE MU, DIRECTOR
2905 LAKEVIEW DRIVE, FERN PARK, FL 32730**

**ARTICLE VIII
INCORPORATOR**

The name and street address of the Incorporator of the Articles of Incorporation is:

William S. Huang, 2905 Lakeview Drive, Fern Park, Florida 32730

**ARTICLE IX
OFFICERS OF THE CORPORATION**

The name and address of the officers of the corporation are:

**Xi Jin Rong, Chairman and President
2905 Lakeview Drive, Fern Park, Florida 32730**

**William S. Huang, Vice President
2905 Lakeview Drive, Fern Park, Florida 32730**

**Zhi Yu Dai, General Manager and Director
2905 Lakeview Drive, Fern Park, Florida 32730**

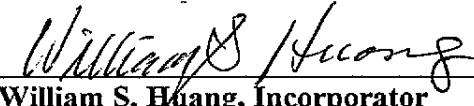
Ze Mu, Director
2905 Lakeview Drive, Fern Park, Florida 32730

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE X
INITIAL OFFICE AND REGISTERED AGENT**

The street and mailing address of the initial office an registered agent of this corporation at the address is: **2905 Lakeview Drive, Fern Park, FL 32730, WILLIAM S. HUANG.**

IN WITNESS WHEREOF, I have hereunto set my hand and seal this **27th** day of **APRIL, 1998.**


William S. Huang, Incorporator

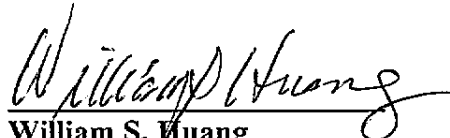
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 607.0501 or 617.0501, Florida Statutes. The following is submitted:

HUAN QIU INTERNATIONAL INVESTMENT GROUP, USA, INC., a corporation being organized under the laws of the State of Florida, with its principal place of business at **2905 LAKEVIEW DRIVE, FERN PARK, FL 32730**, has named **WILLIAM S. HUANG** as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for **HUAN QIU INTERNATIONAL INVESTMENT GROUP, USA, INC.,** at the place designated in this certificate, I hereby agree to act with respect to keeping such office open.


William S. Huang