

TRANSMITTAL LETTER

P98000067844

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

000002586620--3  
-07/13/98-01071-016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: SCANDISK, 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: Ms. Minh N. Cao  
Name (Printed or typed)

8260 Ryan Road  
Address

Richmond, BC V7A 2E5  
City, State & Zip  
Canada

(604) 277-2816  
Daytime Telephone number

FILED  
98 AUG -4 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

T. SMITH AUG 04 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 16, 1998

MS. MINH N. CAO  
8260 RYAN RD.  
RICHMOND, BC V7A-2E5

SUBJECT: SCANDISK, INC.  
Ref. Number: W98000016151

We have received your document for SCANDISK, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article V states there will be ONE director(s), whereas NONE is/are listed.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 298A00037807

**ARTICLES OF INCORPORATION  
OF  
SCANDISK, INC.**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I            NAME

The name of the corporation shall be:

**SCANDISK, INC.**

ARTICLE II            NATURE OF BUSINESS

This corporation shall have the power to transact or engage in any business permitted under the laws of the United States and of the State of Florida.

ARTICLE III            AUTHORIZED SHARES

The authorized capital stock of this corporation shall consist of 100,000,000 shares of Commons Stock with a par value of \$.001 per share, and 10,000,000 shares of Preferred Stock with a par value of \$.001 per share.

The Preferred Stock may be issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, qualification, limitation, restrictions thereof as shall be stated and expressed in the resolution or resolutions provided for the issuance of such Preferred Stock adopted by the Board of Directors pursuant to the authority in this paragraph given.

ARTICLE IV            TERMS OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V            DIRECTORS

The business of the corporation shall be managed by its Board of Directors. The number of such directors shall be not less than one (1) and, subject to such minimum, may be increased or decreased from time to time in the manner provided by the By-Laws.

#### ARTICLE VI — VOTING FOR DIRECTORS

The Board of Directors shall be elected by the Stockholders of the corporation at such time and in such manner as provided in the By-Laws.

#### ARTICLE VII — CONTRACTS

No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this corporation is such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

#### ARTICLE VIII — INDEMNIFICATION OF OFFICERS AND DIRECTORS

This corporation shall have the power, in its By-Laws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interests of this corporation, and in conjunction therewith to procure, at the expense of this corporation, policies of insurance.

#### ARTICLE IX — PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1721 S.W. Mockingbird Drive, St. Lucie, Florida 34986. The Board of Directors may at any time and from time to time move the principal office of this corporation to any location within or without the State of Florida.

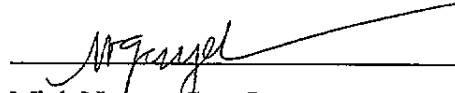
#### ARTICLE X — INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent are: Mr. Ernie Farris, 1721 S.W. Mockingbird Drive, St. Lucie, Florida 34986. The Board of Directors may at any time and from time to time move the principal office of this corporation to any location within or without the State of Florida.


ARTICLE XI      INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are: Mrs. Minh Nguyet Cao, 8260 Ryan Road, Richmond, BC V7A 2E5.

IN WITNESS WHEREOF, I have hereunto subscribes to and executed these Articles of Incorporation this 18th day of June, 1998.

  
Minh Nguyet Cao, Incorporator

*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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Ernie Farris, Registered Agent

7/9/98  
Date

FILED  
98 AUG -4 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA