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FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: HAPPY NATION FOR THE WORLD CORPORATION

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 24, 1998

EMPIRE

SUBJECT: HAPPY NATION FOR THE WORLD CORPORATION
REF: W98000026418

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HAPPY NATION FOR THE WORLD CORPORATION**

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation shall be **HAPPY NATION FOR THE WORLD CORPORATION.**

**Article II
DURATION**

The term of existence of the corporation shall be perpetual.

**Article III
PRINCIPAL OFFICE**

The address of the initial principal office of the corporation shall be:

2700 N. W. 5th Avenue, # 3
Miami, Florida 33127

The corporation may from time to time move its principal office as may be necessary or convenient at the determination of its board of directors.

CHIE-YOUNG CHYUNG
1550 MADRUGA AVE. # 415
CORAL GABLES, FL 33146
(305) 665-1961
FBN0 611859

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Article IV
PURPOSES

The purposes of the corporation shall be to engage in any and all lawful businesses for which a corporation may be incorporated under F. S. chapter 607.

Article V
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand shares of common stocks with par value of one dollar for each share. The board of directors shall decide the number of shares to be issued, the consideration for each share, time and manner of issuance. The capital stock may be paid for in money, property, labor or services, at just valuation to be fixed by the Incorporator or by the Board of Directors at a meeting called for such purpose.

The transfer of the corporation's shares may be restricted or conditioned by the terms of the shareholder's agreement or bylaws, if there is any.

Article VI
POWERS

The corporation shall have power to sue and capacity to be sued, to complain and defend in its corporate name in all actions or proceedings; to have a corporate seal and use it; to purchase, take, receive, lease or otherwise deal in and with real or personal property or interest therein; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets; to lend money to, and use its credit to assist, its officers and employees in accordance with F.S. section 607.0833; to make contracts and guarantees and incur liabilities, borrow money, issue notes and other obligations; to have and exercise all powers necessary or convenient to effect its purposes.

Article VII
INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent and the address of the initial registered

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office for the corporation are:

Name	Address
Sun Kyung Oh	2700 N. W. 5 th Avenue, # 3 Miami, Florida 33127

Article VIII INCORPORATOR

The name and address of the incorporator are:

Name	Address
Sun Kyung Oh	7537 S. W. 28 th Street Davie, Florida 33314

Article IX INITIAL BOARD OF DIRECTORS

The number of directors may be changed by the bylaws of the corporation from time to time. A director needs not be a stockholder. The initial board of directors shall consist of one (1) director whose name and address is.

Name	Address
Sun Kyung Oh	7537 S. W. 28 th Street Davie, Florida 33314

Article X OFFICERS

The corporation shall have one president, one treasurer, and one secretary. Vice-president may be appointed under the bylaws. The secretary shall also act as a secretary to the board of directors and a secretary to the shareholders meeting. Any one person may assume more than one of the aforementioned offices. The board of

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directors shall elect corporate officers.

The initial president of the corporation, however, shall be:

OFFICE

NAME OF THE OFFICER

President

Sun Kyung Oh

Article XI AMENDMENT

This Articles of Incorporation shall be amended by majority vote of the board of directors and affirmative vote in favor of the amendment by the majority of shareholders. However, above procedure may be excepted if all of the directors and all of the shareholders of the corporation eligible to vote sign a written statement manifesting their intention that an amendment to the articles of incorporation be adopted without ordinary process of meetings, then the amendment shall thereby adopted as though above procedures have been satisfied.

Article XII BYLAWS

The board of directors shall have power to adopt, amend and repeal bylaws of the corporation. Bylaws shall provide, inter alia, number and manner of election of directors, quorum and notice requirement for the board meetings and shareholder's meetings.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 23rd day of November, 1998.


Sun Kyung Oh
Incorporator

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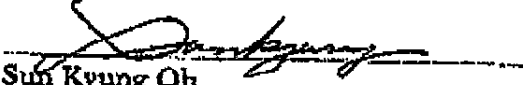
**ACCEPTANCE OF THE APPOINTMENT OF
REGISTERED AGENT AND DECLARATION OF
REGISTERED OFFICE UPON WHICH
SERVICE OF PROCESS MAY BE SERVED**

In compliance with Chapter 48.091 of the Florida Statutes, and having been named as a registered agent of **HAPPY NATION FOR THE WORLD CORPORATION** to accept service of process for the corporation, 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 relative to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.

Registered office of Happy Nation for the World Corporation is located at :

2700 N. W. 5th Avenue, # 3
Miami, FL 33127

Signed by:


Sun Kyung Oh
Registered Agent

Date: November 23, 1998

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