

P9900014488

Dick Lee & Associates, P.A.

Attorneys at Law

Continental Plaza  
3250 Mary Street, Suite 202  
Coconut Grove, Florida 33133  
Telephone: (305) 443-2526  
FAX: (305) 529-9102

FILED

99 FEB 12 AM 11:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

2-10-99

February 11, 1999

VIA AIRBORNE EXPRESS MIA 9105731132

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

100002773921-7

-02/12/99-01057-010

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: China Minghua U.S.A. Corporation

Dear Sir/Madam:

Enclosed for filing are the Articles of Incorporation of the captioned corporation. Also enclosed is a check in the amount of \$78.75 payable to the Florida Secretary of State, to cover the required filing and certified copy fees.

Please return the certified copy of the Articles to the undersigned attorney in the enclosed self-addressed envelope.

Very truly yours,

  
Dick R. Lee

Enclosure  
DRS/jas:22219

P Hall

FEB 15 1999

(4)

ARTICLES OF INCORPORATION  
OF  
CHINA MINGHUA U.S.A. CORPORATION

FILED  
99 FEB 12 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

ARTICLE I - NAME

2-16-99

The name of this Corporation is China Minghua U.S.A. Corporation. The mailing address is: 3250 Mary Street, Suite 202, Miami, Florida 33133.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence. The Corporation shall commence existence on February 16, 1999.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be 3250 Mary Street, Suite 202, Coconut Grove, Florida 33133, and the initial registered agent of this Corporation at such office shall be Dick R. Lee, Esq. who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as

amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS


The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than 15. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Rufang Ma	3250 Mary Street, #202 Coconut Grove, Florida 33133

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Dick R. Lee, Esquire	3250 Mary Street, #202 Coconut Grove, Florida 33133

  
Dick R. Lee, Esquire  
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for China Minghua U.S.A. Corporation at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: Feb. 11, 1999.

  
Dick R. Lee, Esq.

Dj.22208

FILED  
99 FEB 12 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA