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Florida Department of State
Division of Corporations
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To:

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Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

RAINBOW GOLD, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Rainbow Gold, Inc.

The principle place of business of this corporation shall be: 7900 NW 27th Avenue #401
Miami, FL 33147

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or lawfull activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:.....(500)
Shares of common stock; having par value of:.....(\$ 1.00) each.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

<u>NAME (S)</u>	<u>TITLE(S)</u>	<u>ADDRESS (ES)</u>
Sun Young Han	President	3690 N. 56th Ave Apt 933 Hollywood, FL 33021
Eun Sook Hur	Secretary	3690 N. 56th Ave Apt. 933 Hollywood, FL 33021

Sandy H. Cho, CPA
2750 NW 3rd AVE #9
Miami, FL 33127
(305) 576-4434

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TALLAHASSEE, FLORIDA

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ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is (are):

NAME(S)

Sun Young Han

ADDRESS(ES)

3690 N. 56th Ave Apt. 933
Hollywood, FL 33021

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 24th day of May, 19 99.

Signature(s) of incorporator(s)

[Signature]

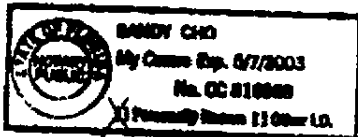
STATE OF FLORIDA
COUNTY OF _____

Dade

THE FOREGOING instrument was acknowledged and sworn to before me this 24th day of May, 19 99, by Sun Young Han
(Name of incorporator)

of Rainbow Gold, Inc.

(Name of Corporation)



(SEAL)

[Signature]
Notary Public

My Commission Expires: May 7, 2003

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Rainbow Gold, Inc.

2. The name and address of the registered agent and office is:

Sun Young Han

7900 NW 27th Ave #401

Miami, FL 33147 (P.O. BOX NOT ACCEPTABLE)


(CITY/STATE/ZIP)

SIGNATURE 
(Corporate Officer)

TITLE President

DATE May 24, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE 
(Registered Agent)

DATE May 24, 1999

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TALLAHASSEE, FLORIDA

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