

P99000093064

INTERSTATE FILING CORPORATION  
18 E. BROADWAY 6/FL.  
NEW YORK, NY 10002

TELE. 212-925-9406

FAX. 212-925-9405

October 19, 1999

Florida Secretary of State  
Division of Incorporation  
409 East Gaines Street  
Tallahassee, FL 32399

700003019867--8  
-10/20/99-01068-020  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Zhao's Family Corp.

Dear Sir,

Enclosed please find A Set of Certificate of Incorporation together with a check in amount of \$122.50. (\$70.00 Filing fee and \$52.50 for a certify copy of the Certificate of Incorporation). Please file as soon as possilbe.

Please use the enclosed Airbill for the Certify copy of the certificate of incorporation.

Should you need any additional information, please do not hesitate to contact me.

Very truly yours,

William Pun.

99 OCT 20 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

FILED

10-22-99  
WC

FILED  
99 OCT 20 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
ZHAO'S FAMILY CORP.

The Undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is:

ZHAO'S FAMILY CORP.

ARTICLE II- PURPOSE

This corporation is organized for the purpose of engaging in the Restaurant business and the transacting of any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III - CAPITAL STOCK

The amount of the capital stock which the corporation shall have authority to issue is FIVE HUNDRED (500) SHARES of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE IV - DURATION

The corporation is to exist perpetually commencing at the time of filing of these Articles of Incorporation by the Department of State.

ARTICLE V - DIRECTORS

The corporation shall have one director initially. The number of director may be increased or diminished from time to time by the By-Laws adopted by the stockholders. The name and street address of the director of the first Board of Director is:

Yeung Lun Hoi, President, Vice President, Secretary, Treasurer  
12200-4 San Jose Blvd.  
Jacksonville, FL 32223

ARTICLE VI - INCORPORATORS

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

William Pun  
18 East Broadway, 6/FL  
New York, NY 10002

ARTICLE VII - BY-LAWS

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the corporation.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

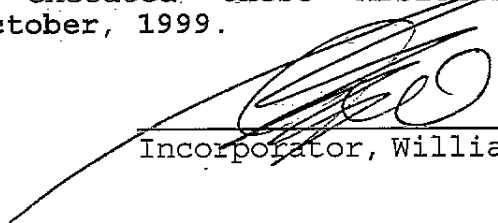
The street address of the initial registered office of this corporation is:

12200-4 San Jose Blvd.  
Jacksonville, FL 32223

The name of the Initial Registered Agent at that office is:

Yeung Lun Hoi

IN WITNESS WHEREOF, the undersigned incorporator of Young's Corporation, Inc. has executed these Articles of Incorporation, this 19th day of October, 1999.

  
Incorporator, William Pun

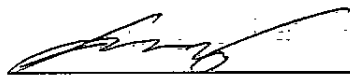
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **Zhao's Family Corp.** desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at **12200-4 San Jose Blvd., Jacksonville, Clay County, Florida**, has named **Yeung Lun Hoi** located at **12200-4 San Jose Blvd., Jacksonville, FL 32223, Clay County, Florida**, as its agent to accept service of process within this State.

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Yeung Lun Hoi  
12200-4 San Jose Blvd.  
Jacksonville, FL 32223

FILED  
99 OCT 20 AM 9:14  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301