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LAW OFFICES
CURTIS S. FALLGATTER, P.A.
OLD TITLE & TRUST COMPANY BUILDING
200 EAST FORSYTH STREET
JACKSONVILLE, FLORIDA 32202
E-MAIL: CSF@LEADING.NET

TELEPHONE
904-353-5800

FACSIMILE
904-353-5801

December 15, 1999

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

FILED
99 DEC 17 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-12/17/99-01084-001
*****70.00 *****70.00

Re: Articles of Incorporation for ChinAmerica Ltd., Inc.

Dear Sir or Madam:

Enclosed please find one original and one copy of Articles of Incorporation for ChinAmerica Ltd., Inc. for filing with the Secretary of State. Also enclosed is a check in the amount of \$70.00 for the filing fee. Upon filing of the articles, please return a file stamped copy to my attention at the above address.

Thank you for your assistance in this matter. If you should need anything further, please do not hesitate to contact me.

Sincerely,

William L. Roelke, Jr.
William L. Roelke, Jr.

Encls.
54975

William Roelke GAVE
AUTHORIZATION BY PHONE TO
CORRECT ART I Speltout word Limited
DATE 12/21 in corp name.
DOC. EXAM Str

S. Thompson DEC 21 1999

ARTICLES OF INCORPORATION

OF

ChinAmerica Limited, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I-NAME

The name of this Corporation is ChinAmerica Limited, Inc.

ARTICLE II-INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this Corporation is 200 East Forsyth Street, Jacksonville, Florida 32202.

ARTICLE III-DURATION

This Corporation shall have perpetual existence.

ARTICLE IV-PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V-CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares, all of which shall be of the par value of One Dollar (\$1.00) per share.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 200 East Forsyth Street, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is William L. Roelke, Jr.

ARTICLE VII-INITIAL BOARD OF DIRECTORS

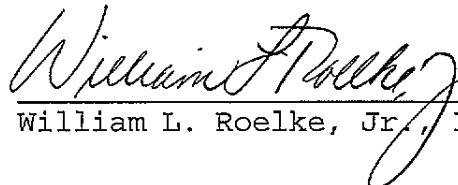
The number of Directors constituting the initial Board of Directors of this Corporation shall be three (3), and the name and address of each person to serve as Director is:

William L. Roelke, Jr.	200 East Forsyth Street Jacksonville, Florida 32202
Lu Yan	No. 6 Tongfu Jiadao Deng Shi Kou Street Beijing, China
Lucas Chen	1146 Whitehorse Road Unit 14 Box Hill, Victoria 3128 Australia

ARTICLE VIII-INCORPORATOR

The name and address of the incorporator is William L. Roelke, Jr., 200 East Forsyth Street, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of December, 1999.



William L. Roelke, Jr., Incorporator

STATE OF FLORIDA)

COUNTY OF DUVAL).

The foregoing instrument was acknowledged before me this 15th
day of December, 1999 by William L. Roelke, Jr. He is personally
known to me.

Rachel D. Schwerdtfeger
Notary Public for the State of
Florida at Large

My Commission Expires:

Commission Number:

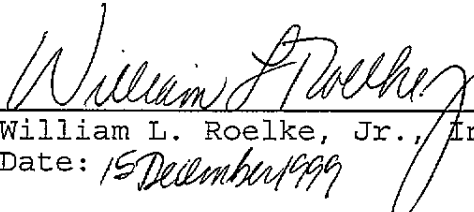


RACHEL D. SCHWERTFEGER
COMMISSION # CC 672703
EXPIRES AUG 17, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:


That ChinAmerica Limited, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Jacksonville, State of Florida, has named William L. Roelke, Jr., located at 200 East Forsyth Street, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.



William L. Roelke, Jr., Incorporator
Date: 15 December 1999

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, William L. Roelke, Jr. hereby agrees to act in this capacity, and to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



William L. Roelke, Jr.
Date: 15 December 1999

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TALLAHASSEE, FLORIDA