

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF INCORPORATION

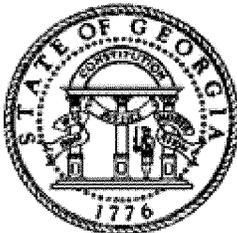
I, **Cathy Cox**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

NEW TIMES CULTURE AND EDUCATION CENTER, INC.

a Domestic Non-Profit Corporation

has been duly incorporated under the laws of the State of Georgia on **06/05/2006** by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal of the City of Atlanta
and the State of Georgia on June 5, 2006



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State

**Articles of Incorporation
of
New Times Culture and Education Center, Inc.**

Article 1.

The name of the corporation is New Times Culture and Education Center, Inc.

Article 2.

The corporation is organized pursuant to the Georgia Nonprofit Corporation Code.

Article 3.

The street address of the registered office is 5610 N Hillbrooke Trace, Alpharetta, Georgia 30005, in Fulton County. The registered agent is Becky Yao.

Article 4.

The name and address of each incorporator is:

Becky Yao	Xiaohui Zhou	Donglei Chen
5610 N Hillbrooke Trace	1124 Carroll Court	500 Northside CIR NW APT V3
Alpharetta, Georgia 30005	Norcross, Georgia 30071	Atlanta, Georgia 30309

Article 5.

The principal mailing address of the corporation is 500 Northside CIR NW APT V3, Atlanta, Georgia 30309

Article 6.

The corporation will have no members.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

This 5th day of June, 2006.

CORPORATIONS DIVISION

2006 JUN - 5 P 12:28

SECRETARY OF STATE



Donglei Chen
(Incorporator)

State of Georgia
Creation - Domestic Entity 2 Page(s)



T0615604004



CATHY COX
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION

315 West Tower, #2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817
Registered agent, officer, entity status information via the Internet
<http://www.georgiacorporations.org>

WARREN RARY
Director

QUINTILIS B. ROBINSON
Assistant Director

TRANSMITTAL INFORMATION
GEORGIA PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	PENDING #	CONTROL #
DOCKET CODE	DATE FILED	AMOUNT RECEIVED
		CHECK/ RECEIPT #
TYPE CODE	EXAMINER	JURISDICTION (COUNTY) CODE

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. Corporate Name Reservation Number
New Times Culture and Education Center, Inc.
Corporate Name

2. Donglei Chen 404-592-6218
Applicant/Attorney Telephone Number

500 Northside Cir NW Apt V3.
Address

Atlanta GA 30309
City State Zip Code

3. Mail or deliver to the Secretary of State, at the above address, the following:

- 1) This transmittal form
- 2) Original and one copy of the Articles of Incorporation
- 3) Filing fee of \$60.00 payable to Secretary of State. Filing fees are NON-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (The Clerk of Superior Court can advise you of the official organ in a particular county.)

[Signature] 06/05/06
Authorized Signature Date

Business entity information via the Internet: <http://www.georgiacorporations.org>

FORM 227

STATE OF GEORGIA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CERTIFICATE OF CORRECTION

I, **Cathy Cox**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

**NEW TIMES CULTURE AND EDUCATION
CENTER, INC.**
a Domestic Non-Profit Corporation

has filed articles of correction in the Office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of correction.

WITNESS my hand and official seal of the City of Atlanta
and the State of Georgia on June 19, 2006



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State

**Articles of Correction
to the
New Times Culture and Education Center, Inc.**

This correction is submitted to correct a document which contains an inaccurate or erroneous statement, or was defectively or erroneously executed, sealed, acknowledged or verified.

Article 1

The name of the entity is New Times Culture and Education Center, Inc. and the location of the home office is Atlanta, Georgia.

Article 2

The document to be corrected is the Articles of Incorporation which was filed in the Secretary of State of the State of Georgia on the 5th day of June, 2006.

Article 3

The inaccuracy, error, or defect to be corrected are:

1) The name and address of each incorporator is:

Becky Yao	Xiaohui Zhou	Donglei Chen
5610 N Hillbrooke Trace	1124 Carroll Court	500 Northside CIR NW APT V3
Alpharetta, Georgia 30005	Norcross, Georgia 30071	Atlanta, Georgia 30309

2) The principal mailing address of the corporation is 500 Northside CIR NW APT V3, Atlanta, Georgia 30309.

Article 4

As corrected, the inaccurate, erroneous, or defective portion of the document reads as follows:

1) The name and address of each incorporator is:

Becky Yao	Xiaohui Zhou
5610 N Hillbrooke Trace	1124 Carroll Court
Alpharetta, Georgia 30005	Norcross, Georgia 30071

2) The principal mailing address of the corporation is 1124 Carroll Court, Norcross, Georgia 30071.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Correction.

This 19th day of June, 2006.



Xiaohui Zhou
(Incorporator)

State of Georgia
Amend/Restate 1 Page(s)



T0620225060

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF CORRECTION

I, **Cathy Cox**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

NEW TIMES CULTURE AND EDUCATION CENTER, INC.

a Domestic Non-Profit Corporation

has filed articles of correction in the Office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of correction.

WITNESS my hand and official seal of the City of Atlanta
and the State of Georgia on November 27, 2006



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State

**Articles of Correction
to the
New Times Culture and Education Center, Inc.**

This correction is submitted to correct a document which contains an inaccurate or erroneous statement, or was defectively or erroneously executed, sealed, acknowledged or verified.

Article 1

The name of the entity is New Times Culture and Education Center, Inc. and the location of the home office is Alpharetta, Georgia.

Article 2

The document to be corrected is the Articles of Incorporation which was filed in the Secretary of State of the State of Georgia on the 5th day of June, 2006.

Article 3

The inaccuracy to be corrected are:

Additional articles (Articles 7, 8 and 9) are to be added.

Article 4

As corrected, the inaccurate portion of the document reads as follows:

**ARTICLE 7.
PURPOSE**

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE 8.
LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose of clause hereof.

2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.



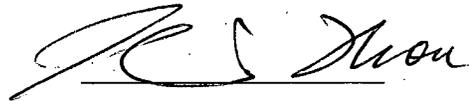
3. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE 9.
DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Correction.

This 27th day of November, 2006.



Xiaohui Zhou
(Incorporator)

SECRETARY OF STATE
2006 NOV 27 P 1:00
CORPORATIONS DIVISION