

ATTACHMENT TO #3--- PURPOSES OF THE CORPORATION
ARTICLES OF INCORPORATION
DOMESTIC NON-PROFIT CORPORATION

~~GREATER PHILADELPHIA CHINA CENTER, INC.~~

GREATER PHILADELPHIA ASIAN CULTURE CENTER, INC.

1. The corporation is organized exclusively for charitable purpose, to introduce Chinese culture to the local communities, to provide information for the Chinese community regarding American culture, local social environment, education, employment, health care, and housing. The corporation also conducts researches and organizes educational and informative workshops and seminars in areas such as traditional Chinese culture, social science, and economy and so on. In addition, the corporation also intends to facilitate cultural and economic exchange between China and the United States.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the corporation's purposes. No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation. 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.

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on:

- (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.
- (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding provision of any future federal tax code.

The corporation may not merge or consolidate with any corporation, which is not an exempt organization as defined in Section 501(c) of the Internal Revenue Code or the corresponding provision of any subsequent federal tax code.

Upon 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 provision 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

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.

2. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or the corresponding provision of any subsequent federal tax laws.

The corporation shall not engage in any act self-dealing as defined in Section 4991(d) of the Internal Revenue Code or the corresponding provision of any subsequent federal tax laws.

The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code or the corresponding provision of any subsequent federal tax laws.

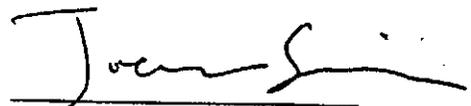
The corporation shall not subject it to tax under Section 4944 of the Internal Revenue Code or the corresponding provision of any subsequent federal tax laws.

The corporation shall not make any taxable expenditure as defined in Section 4944(d) of the Internal Revenue Code or the corresponding provision of any subsequent federal tax laws.

Signatures of Incorporators:



Zheng Wu



Jianhua Liu

**BYLAWS
OF
The Great Philadelphia Asian Culture Center(GPACC)**

ARTICLE I

NAME

Section 1. The Name of this organization is *The Greater Philadelphia Asian Culture Center*. Hereinafter it shall be known as *GPACC*.

ARTICLE II

LOCATION

Section 1. Location. The principal office of the *GPACC*, at which the general business of the organization will be conducted and where the records of the organization will be kept, shall be at such location in the Greater Philadelphia area, as may be fixed from time to time by the Board of Directors.

Section 2. Other Offices. The *GPACC* may also have offices at such other places, within or without its state of incorporation, where it is qualified to do business, as its business and activities may require, and as the Board of Directors may, from time to time, designate.

ARTICLE III

PURPOSES

Section 1. Purposes and Objectives. The purposes of the *GPACC* shall be to assist the general public in their searches for valuable cultural knowledge to holistically improve their qualities of life by using various forms of media, workshops, seminars, conferences, and other effective activities. Specifically, objectives of the *GPACC* are to

- Introduce to the general public traditional Chinese culture and methods of healing, health enhancement, stress relief, and holistic approaches to self-improvement;
- Provide useful information to new immigrants to the United States that can help them to understand and adjust to American culture;
- Promote democratic values, respect for freedom of belief and liberty, and respect for diversity; and

- Achieve above objectives through various forms of media, workshops, seminars, conferences, and other means as deemed effective by the Board of Directors.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Number and Qualifications. The Board of Directors of the *GPACC* shall be composed of not less than five (5) nor more than fifteen (15) members. Directors shall be of full age.

Section 2. Governing Powers and Duties. The Board of Directors shall have all the powers and duties necessary or appropriate for the overall direction of the *GPACC*. They may engage in such acts and do such things as are not prohibited by a law or these Bylaws. Specific duties of directors include:

- Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation, or by these Bylaws;
- Appoint and remove, employ and discharge, and except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- Supervise all officers, agents and employees of the corporation to assure that their duties are performed properly;
- Meet at such times and places as are required by these Bylaws; and
- Register their addresses and contact information with the Secretary of the corporation.

Section 3. Election and Term of Office. Directors shall be elected at the annual meeting of the Board for a term of three years. Election shall be so arranged that approximately one-third of the total number of Directors are elected each year. Directors shall be allowed to stand for election for a maximum of two consecutive three-year terms. An election to fill an unexpired term shall not be so counted. The Directors shall hold office until their successors have been elected and qualified. Unless elected to fill a vacancy, the term of office of a Director shall commence on January 1 following the respective election by the Board.

Section 4. Vacancies. Vacancies in the Board of Directors caused by any reason other than the removal of a Director shall be filled by a vote of the majority of the remaining Directors. Each person so elected shall be a Director until that person or a successor is elected by the Board at the next annual meeting.

Section 5. Removal of Directors. (a) At any annual or duly called special meeting of the Board, any one or more of the Directors except the Chair of the Board may be removed with or without cause by a vote of the majority of the entire voting directors of record. A successive Director may then and there be elected to fill the vacancy thus created. Any director whose removal has been proposed shall be given at least fifteen (15) days notice of the intent to take such action and an opportunity to be heard at this meeting. The Chair of the Board may be removed with or without cause by a vote of a two-thirds (2/3) majority of the entire voting directors of record. (b) After three unexcused absences in a year, a Director will automatically be removed from the Board. Upon recommendation of the Executive Committee, such director may be reinstated.

Section 6. Resignation. Any director may resign effective upon giving written notice to the Chair of the Board, the Vice Chair, the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation, which shall not exceed 15 days from the date the written notice is submitted. No director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the Office of the Attorney General or other appropriate agency of this state.

Section 7. Compensation. No compensation shall be paid to directors for their services to the GPACC. Directors may be reimbursed for actual expenses incurred by them in the performance of special duties.

Section 8. Dissolution. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation in such a manner, or to such organization or organizations organized and operated for similar charitable purposes as the board of Directors shall determine.

Section 9. Annual Meetings. The first regular meeting of the year shall be the annual meeting of the Board of Directors. It shall be held for the purpose of electing the Board of Directors and officers and the consideration of any other business that may be properly brought before it.

Section 9. Regular Meetings. Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the Directors. The Board of Directors shall meet at least four (4) times each year, approximately quarterly. The time and place of a regular meeting of the Board shall be conveyed to each Director at least ten (5) working days in advance of the meeting.

Section 10. Special Meetings. Special meetings of the Board of Directors may be called by any member of the Executive Committee upon at least five (5) working days notice to each

Director. This notice shall be given personally or by email or telephone. The notice shall state the place, time and the purpose of the meeting. The Secretary of the *GPACC* in like manner and in like notice shall call a special meeting upon the written request of at least three Directors.

Section 11. Quorum. At all meetings of the Board of Directors, majority (51%) of the directors of record shall constitute a quorum for the transaction of all authorized business. Where the computation results in a fractional number, it shall be rounded upward to the next whole number. The acts of the majority of the directors present at a meeting at which a quorum exists shall be the acts of the Board of Directors, except where a larger number is required by law or these Bylaws.

Section 12. Conduct of Meetings. Meetings of the Board of Directors shall be presided over by the Chair of the Board, or, in his or her absence, by the Vice Chair of the Board, or, in his or her absence, by the Secretary of the Board, or, in the absence of each of these persons, by a Chairperson chosen by a majority of the directors present at the meeting. The Secretary of the corporation shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another person to act as Secretary of the Meeting.

Meetings shall be governed by Robert's Rules of Order, insofar as such rules are not inconsistent with or in conflict with the Articles of Incorporation, these Bylaws, or with provisions of law.

ARTICLE V

OFFICERS

Section 1. Designation. Principal Officers of the *GPACC* shall be a Chair, a Vice-Chair, a Treasurer, and a Secretary. At the discretion of the Board of Directors, other officers may be elected with titles and duties that the Board shall prescribe.

Section 2. Election and Term of Office. The Officers shall be members of the Board and be elected by the Board of Directors at its annual meeting and, unless sooner removed by the Board, the Officers shall serve for a term of two years, or until their successors are elected. A vacancy in any office may be filled by the Board of Directors for the unexpired portion of the term. The Board of Directors shall also have the authority to appoint such temporary or acting Officers as may be necessary during the temporary absence or disability of the regular officers. An officer can only be elected with his or her consent.

The Chair needs to be elected by a vote of a two-thirds majority or the highest number of votes of the Board. Upon the resignation or removal of the Chair, candidates for the next Chair shall be, in the order of being nominated, Vice-Chair, Treasurer, Secretary, and Directors of the Board.

Section 3. Removal and Resignation. The Chair may be removed with or without cause by the Board of Directors by an affirmative vote of a two-thirds majority of all the Board

members of record. Any other officers may be removed with or without cause by the Board of Directors by an affirmative vote of a majority of all the Board members of record. The matter of removal may be acted upon at any meeting of the Board, provided that notice of intention to consider said removal has been given to each Board member and to the Officer affected at least fifteen (15) days previously.

Any officer may resign at any time by giving written notice to the Board of Directors or to the Chair or the Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein that is within fifteen (15) days of the date of receipt, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to the employment of any officer of the corporation.

Section 4. Chair. The Chair of the Board of Directors shall preside at all meetings of the Board of Directors and he or she shall have and perform such other duties as from time to time may be assigned to him or her by the Board of Directors.

Section 5. President. The President shall be the principal officer of the corporation. Subject to the direction and control of the Board, the President shall see that the resolutions and directives of the Board are carried into effect, and, in general, shall discharge all duties incident to the office of President and as prescribed by the Board. The President shall preside at all meetings of the Board of Directors and the Executive Committee, except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation. Except as otherwise expressly provided by law, by the Articles of Incorporation, or by these Bylaws, the President may execute for the corporation all contracts, deeds, conveyances, mortgages, bonds, and other instruments in writing that may be required or authorized by the Board of Directors. The President shall appoint members to standing committees, establish and appoint members to other committees.

Section 5. Vice President. It will be the duty of the Vice President to act in the absence or disability of the President and to perform such duties as may be assigned to him or her by the President. In the event of resignation or removal of the President, the Vice-President shall become the acting President and the first nominee to be considered by the Board to become the President.

Section 6. Secretary. The Secretary of the GPACC shall be responsible for keeping the organization's records. He or she shall keep (or cause to be kept) the minutes of all meetings of the Board of Directors and of the Executive Committee. The Secretary shall give or cause to be given all notices of the meetings of the Board of Directors and other notices required by law or by these Bylaws. The Secretary shall be responsible for the keeping of all books, correspondence, committee minutes and papers relating to the business of the GPACC, except those of the Treasurer.

Section 7. Treasurer. The Treasurer shall be responsible for preparation of the proposed annual budget and shall keep (or cause to be kept) full and accurate account of receipts and disbursements in books belonging to the *GPACC*. The Treasurer will present to the Board of Directors at their respective annual meetings a report of the finances of the *GPACC* and will from time to time make such other reports to the Board of Directors as it may require. The Treasurer shall Chair the meetings of the Finance Committee.

Section 8. Additional Powers and Duties. Any officer of the *GPACC*, in addition to powers conferred on him or her by these Bylaws, will have such additional powers and perform such additional duties as may be prescribed from time to time by the Board of Directors.

Section 9. Compensation. Unless approved by the Board of Directors by resolution, no compensation shall be paid to officers of the *GPACC* if these officers have other full-time jobs and provide volunteer services to the organization in their leisure times. The salaries of the full-time officers, if any, shall be fixed from time to time by resolution of the Board of Directors. In all cases, any salaries received by officers of this corporation shall be reasonable and given in return for services actually rendered to or for the corporation.

ARTICLE VI

COMMITTEES

Section 1. Authority. The Board of Directors may act by and through such committees as may be specified in resolutions adopted by a majority of the members of the Board of Directors. Each such committee shall have such duties and responsibilities as are granted to it from time to time by the Board of Directors. Each such committee shall at all times be subject to the control and direction of the Board of Directors. Committee members, other than members of the Executive Committee, need not be directors.

Section 2. Executive Committee. The Board of Directors, by resolution adopted by a majority of the entire Board of Directors of record may establish an Executive Committee of three (3) members to include the President, Vice President, and Treasurer. The Chair of the Board of Directors will be the Chair of the Executive Committee. The designation of such Executive Committee and the delegation of authority granted to it shall not operate to relieve the Board of Directors of any responsibility imposed upon it. No individual shall continue to be a member of the Executive Committee after he or she ceases to be a Director of the *GPACC*. The Board of Directors shall have the power at any time to change the number of members of the Executive Committee to fill vacancies thereon, to change any member thereof, to change the functions of the Committee or to terminate the existence of it.

Section 3. Powers. During the intervals between meetings of the Board of Directors, and subject to any resolution of the Board of Directors, the Executive Committee shall have and may exercise all the authority of the Board of Directors in the management of the *GPACC*, except for

the power to amend the Articles of Incorporation and Bylaws. The Executive Committee shall make a full report of all actions at the next meeting of the Board of Directors.

Section 4. Meetings. Regular meetings of the Executive Committee may be held at such time and place as may be determined by the Executive Committee or the Board of Directors. Special meetings may be called by the Chair of the Executive Committee. When such special meetings are deemed to be necessary, members of the Executive Committee will be notified in person, by email, or by telephone, at least five (5) working days in advance, unless all members of the Executive Committee agree to a shorter notification.

Section 5. Quorum. A majority of the entire Executive Committee shall be necessary to constitute a quorum for the transaction of business. Acts of the majority of the members present at such meeting at which a quorum exists shall be the acts of the Executive Committee.

Section 6. Standing Committees. The Board of Directors may, by resolution passed by a majority of the Board as a whole, designate one or more standing committees in addition to the Executive Committee. The chair shall appoint all members of the standing committees and designate a Chair for each. The Chairs of the standing committees shall be members of the Board of Directors. Any committee so established shall have and may exercise such power as provided in the resolution which established the committee. Dissolution of any such standing committee shall be accomplished by a resolution of a majority of the Board as a whole.

Section 7. Types of Committees. In general the types of standing committees may include, but not be restricted to Finance and Personnel.

Section 8. Meetings. Meetings of the individual committees may be held at such time and place as may be determined by a majority of the committee, by the Chair of the committee, or by the Board of Directors. Notice of meetings shall be given to the committee's members at least five (5) working days in advance of the meeting unless all members agree to a shorter notification. A majority of the committee's membership shall constitute a quorum.

Section 9. Other Committees. Other committee(s) may be established by the Chair of the Board of Directors or by a motion passed in an appropriately constituted meeting of the Board of Directors. Non-members of the Board of Directors may serve on other committees.

ARTICLE VII

FISCAL MANAGEMENT

Section 1. Fiscal Year. The fiscal year of the GPACC shall begin on the first day of January in each year, and end on December 31 of each year.

Section 2. Books and Accounts. Books and accounts of the *GPACC* shall be kept under the direction of the Treasurer of the *GPACC*.

Section 3. Execution of the *GPACC*' Documents. The Board of Directors may authorize any Officer or Officer's agent or agents to enter into any contract or to execute and deliver any instrument in the name of and on behalf of the *GPACC*. Such authority may be general or confined to specific instances. These authorizations are in addition to those authorized by these Bylaws.

Section 4. Loans. No loans shall be contracted on behalf of the *GPACC* nor evidences of indebtedness shall be issued in its name unless authorized by resolution of the Board of Directors. Such authority shall be general or confined to specific instances.

Section 5. Deposits. All funds of the *GPACC* not otherwise employed shall be deposited from time to time to the credit of the *GPACC* in such bank or banks or other depositories as the Board of Directors may elect.

Section 6. Conflict of Interest. The Board shall not enter into any contract or transaction with (a) one or more of its directors, (b) a director of a related organization or (c) an organization in or of which a director of the *GPACC* is a director, officer or legal representative, or in some other way has a material financial interest unless:

- That interest is disclosed or known to the Board of Directors,
- The Board approves, authorizes or ratifies the action in good faith,
- The approval is by a majority of directors (not counting the interested director),
- At a meeting where a quorum is present (not counting the interested director).

The interested director may be present for discussion to answer questions, but may not advocate for the action to be taken and must leave the room while a vote is taken. The minutes of all actions taken on such matters shall clearly reflect that these requirements have been met.

Section 7. Checks, Drafts, Etc. All checks, drafts, promissory notes, orders for payment of funds, and other evidence of indebtedness of the corporation shall be signed by the Treasurer and countersigned by the Chair of the Board.

Section 8. Indemnity. The *GPACC* shall indemnify and hold harmless any Director, Officer, or employee from any suit, damage, claim, judgement or liability arising out of, or asserted to arise out of conduct of such person in his or her capacity as a Director, Officer, or employee except in cases involving willful misconduct. Indemnification provided under this

section shall comply with and follow the requirements as provided by statute. The *GPACC* shall have the power to purchase or procure insurance for such purposes.

Section 9. Examination by Directors. Every director of the *GPACC* shall have the right to examine, in person or by agent or attorney, at any reasonable time or times, and at the place or places where usually kept, all books and records of the *GPACC* and make extracts or copies therefrom.

ARTICLE VIII

EXECUTIVE DIRECTOR

Section 1. Designation. The Board of Directors shall select and employ an Executive Director.

Section 2. Duties. The Executive Director shall be responsible for providing professional advice and assistance to the Board of Directors and shall administer the work delegated to the staff; shall recommend the hiring, release, and promotion of staff members to the Board of Directors for final approval. The Executive Director shall also have such other powers to perform other duties as may be assigned by the Board of Directors.

ARTICLE IX

MISCELLANEOUS

Section 1. Amendments. The Board of Directors shall have the power to amend the Articles of Incorporation and these Bylaws. Subject to restrictions imposed by statute, the Board may amend the articles and bylaws by adopting a resolution setting forth the amendment, providing written notice of the proposed amendments at least fifteen (15) calendar days prior to a duly called meeting. Such amendment shall require an affirmative vote of two-thirds (2/3) of the Board at a duly constituted meeting.

ADOPTION OF BYLAWS

We, the undersigned, are all of the initial directors or incorporators of this corporation, and we consent to, and hereby do, adopt the foregoing Bylaws, consisting of 9 preceding pages, as the Bylaws of the GPACC.

Dated: October 5, 2001

Name

Signature

Zheng Wu

Jianhua Liu

Jingduan Yang

Yongliang Liu

Lan Miao



The image shows five handwritten signatures in cursive script, corresponding to the names listed on the left. The signatures are written in dark ink on a white background. The first signature is for Zheng Wu, the second for Jianhua Liu, the third for Jingduan Yang, the fourth for Yongliang Liu, and the fifth for Lan Miao.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **MAY 10 2006**

GREATER PHILADELPHIA ASIAN CULTURE
CENTER INC
PO BOX 42547
PHILADELPHIA, PA 19101-0000

Employer Identification Number:
23-3099611
DLN:
17053091776036
Contact Person:
EDWINA O PERKINS ID# 31229
Contact Telephone Number:
(877) 829-5500
Public Charity Status:
170(b)(1)(A)(vi)

Dear Applicant:

Our letter dated June 2002, stated you would be exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, and you would be treated as a public charity, rather than as a private foundation, during an advance ruling period.

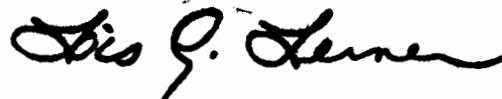
Based on the information you submitted, you are classified as a public charity under the Code section listed in the heading of this letter. Since your exempt status was not under consideration, you continue to be classified as an organization exempt from Federal income tax under section 501(c)(3) of the Code.

Publication 557, Tax-Exempt Status for Your Organization, provides detailed information about your rights and responsibilities as an exempt organization. You may request a copy by calling the toll-free number for forms, (800) 829-3676. Information is also available on our Internet Web Site at www.irs.gov.

If you have general questions about exempt organizations, please call our toll-free number shown in the heading.

Please keep this letter in your permanent records.

Sincerely yours,



Lois G. Lerner
Director, Exempt Organizations
Rulings and Agreements

Letter 1050 (DO/CG)

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU
ROOM 206 NORTH OFFICE BUILDING
P.O. BOX 8722
HARRISBURG, PA 17105-8722

227

GREATER PHILADELPHIA CHINA CENTER, INC.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057.

ENTITIES THAT ARE CHARITIES AND SOLICIT FUNDS SHOULD CONTACT THE BUREAU OF CHARITABLE ORGANIZATIONS FOR REGISTRATION REQUIREMENTS AT DEPARTMENT OF STATE, BUREAU OF CHARITABLE ORGANIZATIONS, SUITE 300 124 PINE STREET, HARRISBURG, PENNSYLVANIA 17101 (717) 783-1720 OR 1-800-732-0999 WITHIN PENNSYLVANIA.

ENTITY NUMBER: 3026849

MICROFILM NUMBER: 2001073

1216-1219

JIANHUA LIU
90-8 FERNE BLVD
DREXEL HILL PA 19026

200173-1216

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles of Incorporation-Nonprofit

(15 Pa.C.S.)

Entity Number
3026849

- Domestic Nonprofit Corporation (§ 5306)
- Nonprofit Cooperative Corporation (§ 7102B)

Name	JIANHUA LIU		
Address	90-8 FERNE BLVD.		
City	State	Zip Code	
DREXEL HILL	PA	19026	

Document will be returned to the name and address you enter to the left.
←

Fee: \$100

Filed in the Department of State on SEP 24 2001

Kim Fitzgerald

Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions (relating to articles of incorporation or cooperative corporations generally), the undersigned, desiring to incorporate a nonprofit/nonprofit cooperation corporation, hereby state(s) that:

1. The name of the corporation is:
GREATER PHILADELPHIA CHINA CENTER, INC.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and Street	City	State	Zip	County
90-8 FERNE BLVD.	DREXEL HILL	PA	19026	DELAWARE

(b) Name of Commercial Registered Office Provider _____ County _____

c/o: _____

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes.
SEE ATTACHMENT

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

PA. DEPT. OF STATE

5. Check one of the following:

The corporation is organized on a non-stock basis.

Option for Nonprofit Cooperative Corporation Only: The corporation is organized on a stock share basis.

6. For Nonprofit Corporation Only:

~~(Strike out if inapplicable):~~ The corporation shall have no members.

(Strike out if inapplicable): The incorporators constitute a majority of the members of the committee authorized to incorporate: _____ by _____ the requisite vote required by the organic law of the association for the amendment of such organic law.

7. For Nonprofit Cooperative Corporation Only:

Complete and strike out the inapplicable term: The corporation is a cooperative corporation and the common bond of membership among its (members) (shareholders) is: _____.

8. The name(s) and address(es) of each incorporator(s) is (are) (all incorporators must sign below):

Name(s)

Address(es)

JIANHUA LIU 90-8 FERNE BLVD., DREXEL HILL, PA 19026

ZHENG WU 90-8 FERNE BLVD., DREXEL HILL, PA 19026

9. The specified effective date, if any, is:

_____ month day year hour, if any

10. Additional provisions of the articles, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this

17TH day of SEPTEMBER

2001

Jianhua Liu

Signature

Zheng Wu

Signature

Signature