



FEDERAL ELECTION COMMISSION

WASHINGTON, D.C. 20463

VIA FACSIMILE

November 23, 1998

Department of Commerce and
Consumer Affairs-State of Hawaii
Business Registration Division
P.O. Box 40
Honolulu, HI 96810

RE: File and Annual Report request for
Longevity International Enterprises
Corporation

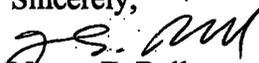
Dear Sir or Madame:

This is a request for a copy of the file for Longevity International Enterprises Corporation as well as its annual reports.

This information is being requested by the Federal Election Commission, an agency of the federal government which has the statutory duty of enforcing the Federal Election Campaign Act. of 1971, as amended. Because this information is being sought as part of an investigation being conducted by the Commission, the confidentiality provision of 2 U.S.C. § 437g(a)(12)(A) applies. That section prohibits making public any investigation conducted by the Commission without the express written consent of the person with respect to whom the investigation is made. You are advised that no such consent has been given.

As this information is being requested by the Commission in connection with its official duties, we also request a waiver of any fees. Please direct the documents to my attention in the Office of General Counsel, Sixth Floor, 999 E Street, NW, Washington, DC 20463. You may fax the documents if you wish. Our fax number is (202) 219-3923. If you have any questions, please contact me at (800) 424-9530 or (202) 219-3400. Thank you for your assistance.

Sincerely,


Nancy E. Bell
Attorney

DOMESTIC PROFIT CORPORATION
MAKE CHECK PAYABLE TO:
FILING FEE \$25.00

STATE OF HAWAII

DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
BUSINESS REGISTRATION DIVISION
1010 Richards Street

ORIGINAL-RETURN BY MARCH 31
PENALTY FOR LATE FILING

Mailing Address: Annual Filing, P.O. Box 40, Honolulu, HI. 96810

DOMESTIC PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR ENDED DECEMBER 31, 1997

CORPORATE NAME AND MAILING ADDRESS:

LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION
100 N BERETANIA ST STE 304
HONOLULU HI 96817

DATE FILED: 02/03/98 017
TOTAL AMOUNT: \$ 25.00
209 -LINE 4-2095

If the above mailing address has changed, line out address and type or print the new address on the following line. Give Number, Street, City, State, and Zip Code:

227
204
10
12

1. AUTHORIZED CAPITAL CLASS/SERIES	NUMBER	PAID-IN CAPITAL (NUMBER OF SHARES ISSUED) CLASS/SERIES	NUMBER
COMMON	12,000	COMMON	1

To correct the above capital(s), line out and print the correct class/series and numbers on the right.

2. NATURE OF BUSINESS:
TO CONDUCT A GENERAL REAL PROPERTY MANAGEMENT BUSINESS;
(To correct, line out and print corrections below. If inactive during the period, state INACTIVE.)

3. OFFICERS/DIRECTORS: (List all officers and directors. Every corporation must have a minimum of two individuals as officers. At least one director must be a resident of Hawaii. To correct, line out and print corrections on the right. See instructions on back of form.)

OFFICE HELD/ DIRECTOR CODE	NAME IN FULL	RESIDENCE ADDRESS (DO NOT LIST BUSINESS ADDRESS) (INCLUDE NUMBER & STREET, APT. NO., CITY, STATE & ZIP CODE)
C	TZEN, WEN-HUA	10 LANE 119 ROOSEVELT RD SEC 1 TAIPEI REP OF CHINA
P/D	SHEN, LYU SHUN	2F 7 LANE 318 CHIENKUO S RD SEC 1 TAIPEI REP OF CHINA
S	FA, REX L P	1006 ULUOPIHI LOOP KAILUA HI 96734
Y	CHU, SHWU-FUEY	100 N BERETANIA ST #304 HONOLULU HI 96817
D	XU, TING TO Wang, Kai	1923 HAWANE ST HONOLULU HI 96821
D	WONG, CHOCK-TONG	1689 LEWALANI DR HONOLULU HI 96822
D	HUANG, HSU-FU	3F 16-1 LANE 71 HANGCHOU S SEC 1 TAIPEI REP OF CHINA
D	YANG, C J	4F 11 ALLEY 1 LANE 172 SANYUAN ST TAIPEI R O C
D	CHEN, RON-JYE	4F 2 KERCHIANG RD SHIHLIN TAIPEI REP OF CHINA

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FEDERAL ELECTION
COMMISSION
OFFICE OF GENERAL
COUNSEL
JES 3
B 23 AM '98

RECEIVED
BUSINESS REGISTRATION
DIVISION-COUNTY
FEB 27 4 06 PM '98
DEPARTMENT OF
COMMERCE AND
CONSUMER AFFAIRS
STATE OF HAWAII

CERTIFICATION

I certify under the penalties of Section 415-136, Hawaii Revised Statutes, that I have read the above and the information is true and correct.

DATE Feb. 11, 1998

[Signature]
SIGNATURE OF AUTHORIZED OFFICER,
(if Attorney-in-fact signs, attach power of attorney)

[Signature]
SECRETARY
(OFFICE HELD)

FILE NO. 0099507D1
Rev. 1/97

(File this original. Photo copies not accepted.)
(see reverse side for instructions)

B17
B22



INSTRUCTIONS

- 1. Annual report must be typewritten or printed in Black Ink, and must be legible.
- 2. All signatures must be in Black Ink.
- 3. Filing fee of \$25.00 must be submitted with the report. Your cancelled check is your receipt.

Failure to file an annual report for any year within the prescribed time, will subject the corporation to a maximum penalty of \$100.00 for every thirty days the delinquency continues. The director of Commerce and Consumer Affairs may involuntarily dissolve the corporation for failure to file an annual report for a period of two years.

- 4. Checks are to be made payable to the DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS, for the exact amount. Filing fee is not refundable. There is a \$15.00 charge for all dishonored checks, plus interest of .0066 for each month that the check is outstanding.
- 5. Due Date: On or before March 31 of each year following the end of the calendar year.

New corporations: First annual report due as of the end of the calendar year in which the corporation is incorporated, provided that if the corporation was incorporated after December 20, an annual report will not be required for the first year.

Inactive corporations: Annual report must be filed for the period, even though the corporation was inactive.

- 6. Read the information printed on the form. Make any changes necessary.

The following letters indicate Office Title, or Director:

- P for President
- V for Vice President
- S for Secretary
- T for Treasurer
- D for Director

- 7. Report must be signed in black ink and certified by an authorized corporate officer (Pres., Vice Pres., Sec., or Tres.).

Mail the completed report with fee to:
 Annual Filing - BREG
 P. O. Box 40
 Honolulu, HI 96810

DID YOU REMEMBER TO SIGN YOUR REPORT AND CHECK?

21.01.402.4928

松鶴國際企業公司

LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION
dba Chinatown Cultural Plaza

100 North Beretania Street, Suite 304 - Honolulu, Hawaii 96817
Phone: (808) 521-4934 • Fax: (808) 531-1176

May 28, 1998

State of Hawaii
Department of Commerce and Consumer Affairs
Business Registration Division
P. O. Box 40
Honolulu, Hawaii - 96810

815 00142371

13- 6/22/98

20.00

Gentlemen:

This is to notify you that we had a Board of Directors Meeting on March 31, 1998 and during that meeting two board members were replaced:

Wen-Hua Tzen, Chairman
Seng-Chung Young, Director

The new board members, their titles, and their addresses are:

David Tawei Lee, Chairman
2 Kaitakelan Blvd., Taipei, Taiwan, Republic of China

Shu-Chi Chang, Director
4F, 160-1 Nanking E. Rd., Sec. 4, Taipei, Republic of China

Please notify us if there is anything more we have to do on this matter.

Sincerely,


REX FA
Secretary

Enclosure

1998 JUN 19 A 13 54

21 JUN 1998

99507D1

B15 \$50 -

STATE OF HAWAII

DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

Honolulu

CERTIFICATE OF MERGER

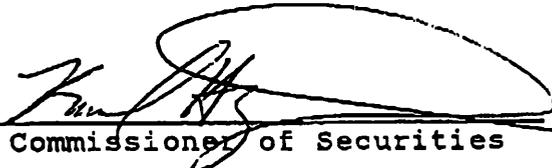
4507 D1

I, KATHRYN S. MATAYOSHI, Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION, a California corporation has been merged with and into LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION, a Hawaii corporation; that the name of the surviving corporation is LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION; that the Articles of Merger and Plan of Merger in conformity with Chapter 415, Hawaii Revised Statutes, were filed in the Department of Commerce and Consumer Affairs on May 4, 1995, and that the merger became effective on May 4, 1995 at 3:30 p.m., Hawaiian Standard Time.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, State of Hawaii, this 15th day of May, 1995.



Director of Commerce and Consumer Affairs

By  Commissioner of Securities

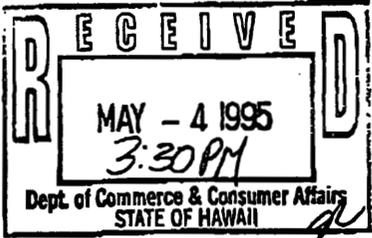
21.04.402.4930

Filing Fee: \$100.00
Dishonored Check: \$7.50

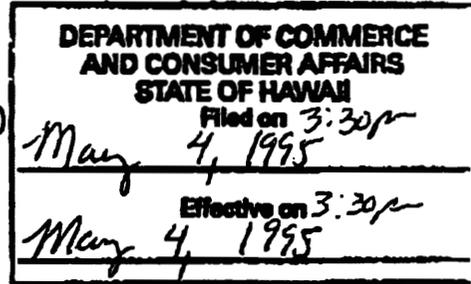
EXPEDITED
REVIEW

PROFIT

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
1010 Richards Street
Mailing Address: P. O. Box 40, Honolulu, Hawaii 96810



ARTICLES OF MERGER
(Section 415-74, Hawaii Revised Statutes)



9950701

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

B21 00121/26 2- 5/16/95 100.00
SUS 00121/27 2- 5/16/95 100.00

The undersigned, duly authorized officers of the corporations submitting these Articles of Merger, certify as follows:

1. The names and state of incorporation of the corporations proposing to merge are:

Longevity International Enterprises Corporation Hawaii
(Type/Print Corporate Name) (State)
Longevity International Enterprises Corporation California
(Type/Print Corporate Name) (State)

2. The name and state of incorporation of the surviving corporation is:

Longevity International Enterprises Corporation Hawaii
(Type/Print Corporate Name) (State)

3. The Plan of Merger is attached.

4. Vote of the shareholders of the surviving corporation:

Number of Shares Outstanding	Class/Series	Number Voting For the Merger	Number Voting Against the Merger
1	Common	1	0

5. Vote of the shareholders of the merging corporation:

Number of Shares Outstanding	Class/Series	Number Voting For the Merger	Number Voting Against the Merger
10,800	Common	10,800	0

6. The merger is effective on the date and time of filing or at a later date and time, no more than 30 days after the filing, if so stated. Check only one of the following statements:

Merger is effective on the date and time of filing.

Merger is effective on _____, at _____, Hawaiian Standard Time, which date is not later than 30 days after filing.

B21 (Fee)

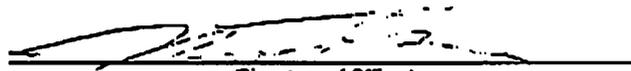
21-04-402-4951

We certify under the penalties of Section 415-136, Hawaii Revised Statutes, that we have read the above statements and that they are true and correct.

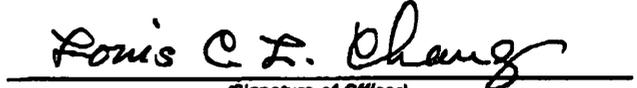
Witness our hands this 17 day of April, 1995.

Surviving corporation: Longevity International Enterprises Corporation
(Type/Print Corporate Name)

Chou-Seng Tou, President
(Type/Print Name & Title)

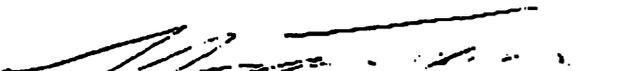

(Signature of Officer)

Louis C. L Chang, Secretary
(Type/Print Name & Title)


(Signature of Officer)

Merging corporation: Longevity International Enterprises Corporation, a
(Type/Print Corporate Name) California corporation

Chou-Seng Tou, President
(Type/Print Name & Title)


(Signature of Officer)

Louis C. L. Chang, Secretary
(Type/Print Name & Title)


(Signature of Officer)

(See Reverse Side for Instructions)

21.04.402.4932

PLAN OF MERGER

PLAN OF MERGER dated as of April 17, 1995 ("Plan of Merger") by and between Longevity International Enterprises Corporation, a California corporation, ("LIECC") and Longevity International Enterprises Corporation, a Hawaii corporation ("LIECH") (sometimes hereinafter referred to as the "Constituent Corporation" or "Constituent Corporations") in respect of the Merger (as hereinafter defined).

WHEREAS, LIECC and LIECH have entered into a Plan and Agreement of Merger dated as of April 17, 1995 (the "Merger Agreement") which contemplates the execution of this Plan of Merger by the parties thereto and the merger of LIECC with and into LIECH (the "Merger") pursuant thereto and hereto; and

WHEREAS, the respective Boards of Directors of the Constituent Corporations have, by resolution duly adopted by unanimous written consent, approved and authorized the execution and delivery of the Merger Agreement and this Plan of Merger providing for the Merger as advisable and in the best interests and general welfare of each, and of the shareholders of each; and

WHEREAS, the holders of the requisite number of outstanding shares of capital stock of each of the Constituent Corporations have, by resolution duly adopted by unanimous written consent, approved the Merger; and

WHEREAS, the Merger shall be accomplished pursuant to the Hawaii Business Corporation Act.

NOW THEREFORE, in consideration of the premises herein contained, the parties hereto state and agree as follows:

1. THE CONSTITUENT CORPORATIONS.

1.1. LIECC. LIECC is a corporation organized under the laws of the State of California, having immediately prior to the Effective Time (as hereinafter defined) authorized capital stock consisting of 12,000 shares of Common stock, stated value \$1,000.00 per share (the "LIECC Common Stock") of which at such time 10,800 shares were issued and outstanding. Immediately prior to the Effective Time, there are no outstanding warrants, options or securities convertible into LIECC Common Stock.

1.2. LIECH. LIECH is a corporation organized under the laws of the State of Hawaii, having immediately prior to the Effective Time authorized capital stock consisting of 12,000 shares of common stock, par value \$1,000.00 per share (the "LIECH Common Stock"), of which at such time, one (1) share was issued and outstanding.

2. TERMS AND CONDITIONS OF THE MERGER.

2.1. Merger of LIECC into LIECH. Upon the terms and subject to the conditions of the Merger Agreement and in accordance with the Hawaii Revised Statutes ("HRS"), as of the Effective Time: (a) LIECC shall be merged with and into LIECH; (b) the separate existence of LIECC shall thereupon cease; and (c) LIECH, as the surviving corporation in the Merger (the "Surviving Corporation"), shall continue its corporate existence under the laws of the State of Hawaii.

2.2. Effective Time of the Merger. Subject to the conditions set forth in the Merger Agreement, LIECC and LIECH shall cause the Articles of Merger and this Plan of Merger (collectively, the "Merger Documents") to be executed, acknowledged and filed with the Director of the Department of Commerce and Consumer Affairs of the State of Hawaii (the "Director") as provided in HRS Sections 415-55 and 415-74. The Merger shall become effective immediately upon the filing of the Merger Documents with the Director. The date and time of such filing is herein sometimes referred to as the "Effective Time." If the Director requires any changes in the Merger Documents as a condition to filing the Merger Documents or issuing a certificate of merger, LIECC and LIECH will execute necessary revisions incorporating such changes, provided they are not inconsistent or result in any substantial change in the terms of the Merger Agreement.

2.3. Conversion of Shares in the Merger. The mode of carrying into effect the Merger provided in the Merger Agreement, and the manner and basis of converting the shares of the Constituent Corporations into shares of the Surviving Corporation are as follows:

2.3.1. LIECC's Common Stock. At the Effective Time, each share of Common Stock, stated value \$1,000.00 per share, of LIECC issued and outstanding immediately prior to the Effective Time shall be converted into and become one (1) share of Common Stock, par value \$1,000.00 per share, of the Surviving Corporation and each holder of outstanding Common Stock of LIECC, upon surrender to the Surviving Corporation of one or more stock certificates for Common Stock of LIECC for cancellation, shall be entitled to receive one or more stock certificates for the full number of shares of Common Stock of the Surviving Corporation into which the Common Stock of LIECC so surrendered shall have been converted as aforesaid together with any dividends on the Common Stock of the Surviving Corporation as to which the payment date shall have occurred on or prior to the date of the surrender date of said shares. Each issued share of LIECC Common Stock held in its treasury immediately prior to the Effective Time shall be cancelled and shall not be converted.

2.3.2. Surrender of LIECC Common Stock

Certificates. As soon as practicable after the Merger becomes effective, the stock certificates representing Common Stock of the LIECC issued and outstanding at the time the Merger becomes effective shall be surrendered for exchange to the Surviving Corporation as above provided. Until so surrendered for exchange, each such stock certificate nominally representing Common Stock of LIECC shall be deemed for all corporate purposes (except for the payment of dividends, which shall be subject to the exchange of stock certificates as above provided) to evidence the ownership of the number of shares of Common Stock of the Surviving Corporation which the holder thereof would be entitled to receive upon its surrender to the Surviving Corporation.

2.3.3. LIECH's Common Stock. All issued and outstanding shares of LIECH held by LIECC immediately before the Effective Time shall, by virtue of the Merger and at the Effective Time, be cancelled.

2.4. Articles of Incorporation. The Articles of Incorporation of LIECH, as in effect immediately prior to the Effective Time, shall be the Articles of Incorporation of the Surviving Corporation until the same shall be altered or amended in accordance with applicable law and such Articles of Incorporation of the Surviving Corporation.

2.5. By-Laws. The By-Laws of LIECH, as in effect immediately prior to the Effective Time, shall be the By-Laws of the Surviving Corporation until the same shall be altered or amended in accordance with applicable law, the Articles of Incorporation of the Surviving Corporation and such Bylaws.

2.6. Directors and Officers. The Directors of LIECH immediately prior to the Effective Time shall be the Directors of the Surviving Corporation until their respective successors are duly elected and qualified. Subject to the authority of the Board of Directors as provided by applicable law and the By-Laws of the Surviving Corporation, the officers of LIECH immediately prior to the Effective Time shall be the officers of the Surviving Corporation.

3. EFFECT OF THE MERGER. At the Effective Time, the separate existence of LIECC shall cease and the Surviving Corporation shall thereupon and thereafter possess all of the rights, privileges, immunities, powers, franchises and authority, and be subject to all of the restrictions, disabilities and duties, of each of the Constituent Corporations; and the rights, privileges, immunities, powers, franchises and authority of each of the Constituent Corporations, and all assets and property of every description, real, personal and mixed, and every interest therein, wherever located, and all debts or other obligations belonging or due to either of the Constituent Corporations on

21 of 402 4955

whatever account, as well as all other things in action or belonging to each of the Constituent Corporations, shall be vested in the Surviving Corporation; and all property, rights, privileges, immunities, powers, franchises and authority of either of the Constituent Corporations, and all and every other interest of either of them shall be thereafter the property of the Surviving Corporation as they were of the Constituent Corporations, and the title to any real estate or interest therein vested by deed or otherwise in either Constituent Corporation shall not revert or be in any way impaired by reason of the Merger; but all rights of creditors and all liens upon any property of either of the Constituent Corporations shall be preserved unimpaired, and the Surviving Corporation shall be liable for the debts, liabilities, duties and obligations of each of the Constituent Corporations and any claim existing, or action or proceeding pending, by or against either of the Constituent Corporations may be prosecuted to judgement with right of appeal, as if the Merger had not taken place.

IN WITNESS WHEREOF, each of LIECC and LIECH has caused this Plan of Merger to be signed on it behalf by an officer thereunto duly authorized as of the date first above written.

LONGEVITY INTERNATIONAL
ENTERPRISES CORPORATION, a
California corporation

By Louis C. L. Chang
Louis C. L. Chang
Its Secretary

"LIECC"

LONGEVITY INTERNATIONAL
ENTERPRISES CORPORATION, a
Hawaii corporation

By Louis C. L. Chang
Louis C. L. Chang
Its Secretary

"LIECH"

21.04.402.4936

EXPEDITED
REVIEW

IN THE DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

STATE OF HAWAII

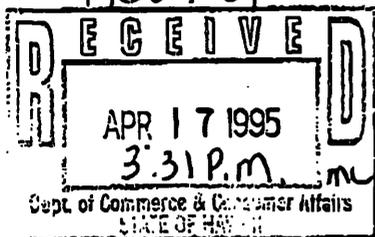
In the Matter of the)
Incorporation of)

LONGEVITY INTERNATIONAL)
ENTERPRISES CORPORATION)

ART 00114812 13- 4/27/95

95.00

99507 D,



ARTICLES OF INCORPORATION

DEVENS, LO, NAKANO,
SAITO, LEE & WONG
1600 Central Pacific Plaza
220 South King Street
Honolulu, Hawaii 96813
Tel. No. 521-1456

#1419900

21 04 402 4937

2

ARTICLES OF INCORPORATION

OF

LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, desiring to become incorporated as a corporation under and in accordance with the laws of the State of Hawaii and to obtain the benefits conferred by said laws upon corporations, does hereby agree upon and enter into the following Articles of Incorporation, the terms whereof shall be equally obligatory upon the undersigned as well as upon all other persons who from time to time may be stockholders in the Corporation.

ARTICLE I

The name of this Corporation shall be LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION.

DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS STATE OF HAWAII Filed on APRIL 17, 1995

ARTICLE II

The place of the principal office of the Corporation shall be at Honolulu, City and County of Honolulu, State of Hawaii; 100 N. Beretania Street, Suite 304, Honolulu, Hawaii 96817; there may be such subordinate or branch offices in such place or places within or without said State as may be deemed necessary or requisite by the Board of Directors to transact the business of

21.04.402.4958

the Corporation, which business may be conducted anywhere in the world, with such branch or subordinate offices to be in charge of such person or persons as may be appointed by the Board of Directors.

ARTICLE III

The primary specific purpose for which said Corporation is organized is to conduct a general real property management business; to engage in real estate investment and brokerage activities; to invest in and develop real property and to engage in the selling, renting and managing of real property; to act as agent, broker or attorney-in-fact for any person or corporation to engage in buying, selling and dealing in real estate and real and personal property, and any interest and estate therein, and in all forms of personal property, on commissions or otherwise; to make or obtain loans upon such property and all loans, interest in and claims affecting the same; to purchase, sell, manufacture and deal in building materials and goods, ware, merchandise and to carry on any other lawful trade or business incident to or proper, or useful in connection with the purchase, sale, ownership, construction, maintenance and management, of real and personal property.

1. In addition to the foregoing, the said Corporation is organized for the following purposes, including the transaction of any or all lawful business for which corporations may be

21.04.402.4939

incorporated pursuant to Chapter 415, Hawaii Revised Statutes, and shall have the following powers:

(a) Without restrictions or limit as to amount, to buy or otherwise acquire, own, hold, use, improve, develop, subdivide, mortgage, lease or take on lease, sell, convey and in any and every other manner deal in and with and dispose of real estate, buildings and other improvements, hereditaments, easements and appurtenances of every kind in connection therewith, or any estate or interests therein, of any tenure or description, on any terms or conditions, to the fullest extent permitted by law, and also any and all kinds of chattels, goods, wares, merchandise, and agricultural, manufacturing and mercantile products and commodities, and patents, licenses, debentures, securities, stocks, bonds, commercial paper, and other forms of assets, rights and interests and evidences of property or indebtedness, tangible or intangible; to take or hold mortgages for any unpaid balance of the purchase money on any of the lands, buildings or other improvements and properties sold, and to sell, foreclose or otherwise dispose of said mortgages;

(b) To manufacture, purchase, sell, exchange, export and import and otherwise deal in all kinds of goods, wares and merchandise; to engage in such other business as may be necessary, suitable or proper to the accomplishment of the purposes connected with or relating thereto;

5

(c) To acquire any and all rights, permits, privileges and franchises suitable or convenient for the purposes of the Corporation;

(d) To acquire and carry on all or any part of the business or property and to undertake any liabilities of any person, firm, association, estate, company, or corporation and as the consideration for the same to pay cash, property, and/or to issue any shares of stock and/or obligations of this Corporation;

(e) To enter into limited or general partnership or into any arrangement for sharing profits, joint adventure, reciprocal considerations or cooperation with any persons, partnerships, or corporations, syndicates, companies, trusts and associations of all kinds carrying on, engaged in, or about to carry on or engage in, any business or transaction which the Corporation is authorized to carry on or engage in, or in which the Corporation shall have directly or indirectly any interest, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Corporation, and to take or otherwise acquire and hold, sell, reissue, or otherwise deal with shares of stock in or securities or obligations of, to advance and lend money, with or without security, and to subsidize or otherwise assist any such company, and to guarantee the principal or interest of any such security or obligations, or any dividends upon any such shares of stock, and to discharge and cancel without payment any indebtedness thus arising;

(f) To purchase and acquire from any of its officers, directors, or stockholders, any property, interests, or shares of stock and other assets belonging to them or any of them which the Board of Directors may deem it advisable to acquire;

(g) To purchase and acquire shares of the capital stock (of any class), bonds, and other obligations of this Corporation, from time to time, to such extent, in such manner, and upon such terms as its Board of Directors shall determine; and from time to time to accept any such shares, bonds, and obligations as security for, or in payment on accounts, or in satisfaction of, any claims, or demands of this Corporation, and to reissue the same from time to time, upon such terms, prices, and conditions as may be fixed by its Board of Directors or Executive Committee;

(h) To acquire by purchase, subscription, or otherwise, and to own, hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge, or otherwise dispose of any shares of the capital stock, script, or any voting trust certificates in respect of the shares of capital stock of, or any bonds, mortgages, securities, or evidence of indebtedness issued or created by, any other corporation, joint stock company, or association, public or private, or of the government of the United States of America, or of any foreign government, or of any state, territory, municipality, or other political subdivision or of any governmental agency; and to issue in exchange therefor, in

the manner permitted by law, shares of the capital stock, bonds, or other obligations of the Corporation; and while the holder or owner of any such shares of capital stock, script, voting trust certificates, bonds, mortgages, or other securities or evidence of indebtedness, to possess and exercise in respect thereof any and all rights, powers, and privileges of ownership, including the right to vote thereon;

(i) To borrow and/or raise money and/or to obtain and maintain credit for any of the purposes of the Corporation, in any amount, even in excess of its capital stock, by the sale or issue of bonds, notes, debentures, collateral trust certificates, or other obligations of any nature, or in any manner, and to secure the same by mortgage or other liens upon any and all of the property, real, personal, or in action, of every description whatsoever, or any portion thereof, of this Corporation, whether at the time owned or thereafter acquired, or to issue bonds, debentures, debenture stock, warrants, notes or other obligations without any security and with the right to subordinate payment of such obligations to other borrowings whether made before, simultaneous with, or after the issue of said obligations; to redeem any debt or other obligation before the same shall fall due, on any terms and at any advance or premium;

(j) The Corporation, at the time of its organization, or at any time or times thereafter, may purchase or acquire shares, stocks, bonds, debentures, and other securities or

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obligations, or any property, real, personal, or mixed, from any person or persons, corporation or corporations, who may be promoters, officers, or directors of this Corporation, and each stockholder of this Corporation shall be deemed, by reason of his having become such, to have waived any and all objections to such acquisition of shares, stocks bonds, debentures, and other securities, obligations, or property, real, personal, or mixed, and to have agreed that no promoter, officer, or director shall be liable to account to this Corporation for any profit or benefit derived by him by reason of such transaction;

(k) The Corporation shall possess all the powers necessary to conduct said businesses and to carry out the purposes and objects herein expressed, and shall have all the powers now or hereafter expressly conferred upon corporations under Chapter 415 of the Hawaii Revised Statutes, together with such additional and implied powers as may now or hereafter be provided thereby, including, but not limited to, the right to incur debts in excess of its capital stock.

2. The clauses set forth in this Article III are to be construed both as purposes and powers; and it is hereby expressly provided that the enumeration herein of specific purposes and powers shall not be held to limit or restrict in any manner the general powers of the Corporation. It is the intention that the purposes, objects, and powers specified in each of the said clauses shall, except as otherwise expressly provided, in no wise

be limited or restricted by reference to or inference from the terms of any other clause or paragraph of this article, or of any other article of these Articles of Incorporation.

ARTICLE IV

1. The aggregate number of shares which the Corporation shall have authority to issue is TWELVE THOUSAND (12,000) shares, all having a par value of ONE THOUSAND AND NO/100 DOLLARS (\$1,000.00) per share and all of which are of one class and designated as common stock. The Corporation shall have the privilege of subsequent extensions of its capital stock from time to time in the manner provided by law.

2. No shares of stock shall be sold or transferred except in accordance with the provisions of the By-Laws of this Corporation.

3. Stockholders shall as such holders have pre-emptive rights in and to subscribe for any additional shares of stock of any class whatsoever and any securities convertible into stock of any class whatsoever, and subject to such pre-emptive rights, to the provisions of these Articles, to the provisions of the By-Laws of the Corporation, and to the provisions of any applicable laws, such shares of stock or securities convertible into stock may be issued and disposed of by resolution of the Board of Directors to such persons, firms, corporations or associations, and for such consideration and upon such terms as may be deemed

advisable by the Board of Directors, including the issuance thereof as and for stock dividends.

4. Anything herein contained to the contrary notwithstanding, the rights of the holders of all classes of stock of the Corporation in respect of dividends shall at all times be subject to the power of the Board of Directors from time to time to set aside such reserves and/or to make such other provision, if any, for working capital and for additions and improvements to its plant, for acquisition of real or personal property for the enlargement of its business, for general expansion of its business, and for any other reserve or reserves for any proper purpose as said Board shall deem to be necessary or advisable.

5. The names of the initial subscribers for shares, the number of shares subscribed for by such initial subscribers, the subscription price for such shares, and the amount of capital paid in by such initial subscribers, whether in cash, non-cash consideration, or a combination of both, are as follows:

<u>Name of Subscriber</u>	<u>No. of Shares Subscribed</u>	<u>Subscription Price</u>	<u>Amount of Capital Paid In, In Cash</u>
LONGEVITY INTERNATIONAL ENTERPRISES CORPORATION, a California corporation	1	\$1,000.00	\$1,000.00

ARTICLE V

1. The directors of the Corporation shall be one or more in number if the Corporation has only one stockholder. If the Corporation has two stockholders, the Corporation shall have two or more directors. If the Corporation has three or more stockholders, the Corporation shall have three or more directors. In any event, at least one member of the Board of Directors shall be a resident of the State of Hawaii. The directors shall be elected or appointed and any vacancies at any time occurring shall be filled by the stockholders or the directors or any thereof in such manner and for such terms as the By-Laws may prescribe. The Board of Directors shall, except as limited by law, these Articles of Incorporation or the By-Laws of the Corporation, have all power necessary or proper to carry out all of the business of the Corporation, and the Directors may delegate such powers as they see fit, so long as such delegation is not prohibited by law or the By-Laws.

2. The officers of the Corporation shall be a president, a secretary, and a treasurer, who shall be elected by the Board of Directors as shall be prescribed by the By-Laws. There may also be as officers of the Corporation a Chairman of the Board, a Chief Executive Officer, a Chief Operating Officer, executive vice presidents, one or more vice presidents and assistant vice presidents, assistant secretaries and assistant treasurers. The officers need not be stockholders, except as may otherwise be

provided by the By-Laws of the Corporation. There may also be such other officers and agents as the business of the Corporation may require, who shall be elected or appointed as the By-Laws may prescribe. The same person may hold at the same time two or more offices. The Corporation shall have not less than two (2) individuals as officers.

3. The persons who are the first officers and directors of the Corporation who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualify, are as follows:

STEPHEN S. F. CHEN
Residence Address:

Chairman of the Board
#4, Lane 85, Sung Chiang Road
Taipei, Taiwan, Republic of China

CHOU-SENG TOU
Residence Address:

President and Director
2 Fl. #5, Chien-Kuo S. Road, Sec. 2
Taipei, Taiwan, Republic of China

LOUIS C. L. CHANG
Residence Address:

Secretary
500 University Avenue, #1109
Honolulu, Hawaii 96826

SHWU-FUEY CHU
Residence Address:

Treasurer
100 N. Beretania Street, #304
Honolulu, Hawaii 96817

SING-CHEW TAM
Residence Address:

Director
2 Fl. 3, #4, Alley 60, Lane 114
Chungshan N. Road, Sec. 7
Taipei, Taiwan, Republic of China

HUNG-TSAO CHANG
Residence Address:

Director
16-7, Lane 71, Hang Chow S. Road
Sec. 1, Taipei, Taiwan, Republic
of China

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Corporation, being so interested in any such contract, transaction, or act of the Corporation which shall be approved by the Board of Directors of the Corporation, nor any corporation, firm, association, or other organization in which such director, or officer may be interested, shall be liable or accountable to the Corporation, or to any stockholder thereof, for any loss incurred by the Corporation pursuant to or by reason of such contract, transaction or act, or for any gain received by any such other party pursuant thereto or by reason thereof.

5. Any director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or affiliated corporation, including any corporation which owns all or substantially all of the shares of the capital stock of the Corporation, without regard to the fact that he may also be a director or officer or stockholder of or otherwise interested in or connected with such subsidiary or affiliated corporation; and no contract or other transaction entered into by and between the Corporation and any such subsidiary or affiliated corporation shall be affected or invalidated by the fact that any director or officer of the Corporation may also be a director, officer, or stockholder of or otherwise interested in or connected with such subsidiary or affiliated corporation, or by the fact that said contract or transaction may be entered into by officers of the Corporation or may be authorized or ratified by the vote of the directors who may also be directors, officers, or

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stockholders of or otherwise interested in or connected with such subsidiary or affiliated corporation.

ARTICLE VI

1. The Corporation hereby organized shall be a body corporate under the laws of the State of Hawaii, with all rights, powers, privileges and immunities which are now or may hereafter be secured by law to corporations, and shall be subject to all general laws now in effect or hereafter enacted in regard to corporations.

2. The Corporation shall have succession by its corporate name for a term of perpetual duration and shall have all the powers herein enumerated or implied herefrom, and the powers now or which may hereafter be provided by law for incorporated companies.

ARTICLE VII

No stockholder shall be liable for the debts of the Corporation beyond the amount which may be due or unpaid upon any share or shares of stock of said Corporation owned by him.

ARTICLE VIII

1. As used in this Article VIII, unless the context otherwise requires:

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(a) "Agent" means any person who is or was a director, officer, employee, or other agent of the corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, or was a director, officer, employee, or agent of a foreign or domestic corporation which was a predecessor corporation of the Corporation or of another enterprise at the request of the predecessor corporation.

(b) "Expenses" include, without limitation, attorney's fees and any expenses of a completed action or proceeding, whether civil, criminal, administrative, or investigative.

2. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any proceeding (other than an action by or in the right of the Corporation) if that person is or was an agent of the Corporation, against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with the proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal proceeding, had no reasonable cause to believe the conduct of the person was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a

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presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in or not opposed to the best interests of the Corporation, or that the person had reasonable cause to believe that the person's conduct was unlawful.

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3. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action by or in the right of the Corporation to procure a judgment in its favor because that person is or was an agent of the Corporation, against expenses actually and reasonably incurred by the person in connection with the defense or settlement of the action if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation; except that no indemnification shall be made in respect of any claim, issue, or matter as to which the person shall have been adjudged to be liable for negligence or misconduct in the performance of the person's duty to the Corporation unless and only to the extent that the court in which the action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, the person is fairly and reasonably entitled to indemnity for such expenses as the court deems proper.

4. To the extent that an agent has been successful on the merits or otherwise in defending any proceeding referred to in

subparagraph 2 or 3 of this Article VIII, or in defense of any claim, issue, or matter therein, the agent shall be indemnified by the Corporation against expenses actually and reasonably incurred by the agent in connection therewith.

5. Any indemnification under subparagraph 2 or 3 of this Article VIII shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth in subparagraph 2 or 3 of this Article VIII. The determination shall be made (a) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to the proceeding; or (b) if a quorum is not obtainable, by independent legal counsel in a written opinion; or (c) by the shareholders; or (d) by the court in which the proceeding is or was pending upon application made by the Corporation or the agent or the attorney or other person rendering services in connection with the defense, whether or not the application by the agent, attorney, or other person is opposed by the Corporation.

6. Expenses incurred in defending any proceeding may be paid by the Corporation in advance of the final disposition of the proceeding upon receipt of an undertaking by or on behalf of the agent to repay such amount unless it shall ultimately be determined that the agent is entitled to be indemnified by the Corporation as authorized in this Article VIII.

7. The indemnification provided by this Article VIII shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of shareholders, or disinterested directors or otherwise, both as to action in a person's official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an agent and shall inure to the benefit of the heirs and personal representatives of such a person.

8. The Corporation shall have the power to purchase and maintain insurance on behalf of any agent of the Corporation, against any liability asserted against or incurred by the agent in any such capacity or arising out of the agent's status as such, whether or not the Corporation would have the power to indemnify the agent against such liability under this Article VIII.

9. The provisions of this Article VIII shall not apply to any proceeding against any trustee, investment manager, or other fiduciary of an employee benefit plan in that person's capacity, though the person may also be an agent of the employer Corporation as defined in subparagraph 1. Nothing contained in this Article VIII shall limit any right to indemnification to which a trustee, investment manager, or other fiduciary may be entitled by contract or otherwise.

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ARTICLE IX

Service of legal process may be made upon the Corporation in the manner provided by law.

The undersigned certifies under the penalties of Section 415-136, Hawaii Revised Statutes, as amended, that the undersigned has read the above statements and that the same are true and correct.

IN WITNESS WHEREOF, the undersigned to these Articles of Incorporation have hereunto caused this instrument to be executed this 17 day of April, 1995.

[Handwritten Signature]

TING-YU YU

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