

2973300

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 16 2007

DEBRA BOWEN
Secretary of State

2973300

**Articles of Incorporation of
Humanitarian China**

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

FEB - 8 2007

Article I: The name of this corporation is Humanitarian China.

Article II: A. This corporation is a nonprofit PUBLIC BENEFIT CORPORATION and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purpose.

B. The specific purpose of this corporation is to create a platform and network to provide humanitarian support and assistance to victims from social, political and religious injustice of China.

Article III: The name and address in the State of California of this corporation's initial agent for service of process are: Jing Zhao, 160 Maidenhair Ct., San Ramon, California 94582 USA.

Article IV: A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda or attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

Article V: The property of this corporation is irrevocably dedicated to charitable purpose and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purpose and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Fengsuo Zhou

Fengsuo Zhou, Incorporator,

Gang Xu

Gang Xu, Incorporator,

Jing Zhao

Jing Zhao, Incorporator

February 6, 2007

