

STATE OF ALABAMA

DOMESTIC FOR-PROFIT CORPORATION ARTICLES OF INCORPORATION GUIDELINES

INSTRUCTIONS:

STEP 1: CONTACT THE OFFICE OF THE SECRETARY OF STATE AT (334)242-5324 TO RESERVE A CORPORATE NAME.

STEP 2: TO INCORPORATE, FILE THE ORIGINAL, TWO COPIES OF THE ARTICLES OF INCORPORATION AND THE CERTIFICATE OF NAME RESERVATION IN THE COUNTY WHERE THE CORPORATION'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$40. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY FILING FEES.

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

- Article I The name of the corporation:
Mizu Japanese Steakhouse, Inc.
- Article II The duration of the corporation is "perpetual" unless otherwise stated.
- Article III The corporation has been organized for the following purpose(s):
To operate a restaurant
- Article IV The number of shares which the corporation shall have the authority to issue is 100.
- Article V The street address (NO PO BOX) of the registered office: 750 Colonial Promenade
PKwy Suite #5600 Alabaster AL 35007 and the name of the
registered agent at that office: Jian Guo Li.
- Article VI The name(s) and address(es) of the Director(s):
Jian Guo Li 5737 Park Side Pass Hoover AL 35244
Zi Mo Zou 308 Elm Street Oneonta AL 35121
- Article VII The name(s) and address(es) of the Incorporator(s):
Jian Guo Li 5737 Park Side Pass Hoover AL 35244

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation
on this the 14th day of August, 2008.

Printed Name and Business Address of Person Preparing this
Document:

Jian Guo Li
Type or Print Name of Incorporator

Jian Guo Li
Signature of Incorporator

20080825000340710 2/2 \$95.00
Shelby Cnty Judge of Probate, AL
08/25/2008 02:36:07PM FILED/CERT

Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Mizu Japanese Steakhouse, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Samatha Chan, 11 East Broadway Suite 6E, New York, NY 10038 for a period of one hundred twenty days beginning August 18, 2008 and expiring December 17, 2008.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

August 18, 2008

Date

Beth Chapman to

Beth Chapman

Secretary of State

