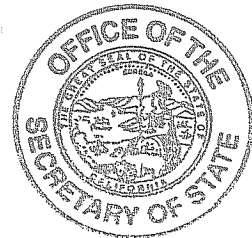


State of California  
Secretary of State



I, BRUCE McPHERSON, 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

AUG 02 2005

A handwritten signature in cursive script, appearing to read "Bruce McPherson".

BRUCE McPHERSON  
Secretary of State

A0631613

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

CERTIFICATE OF AMENDMENT

JUL 05 2005

OF

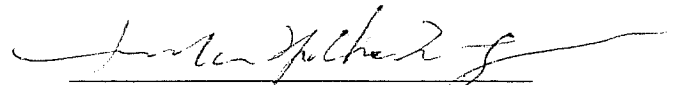
ARTICLES OF INCORPORATION

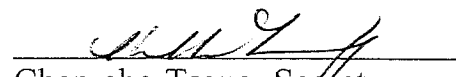
The undersigned certify that:

1. They are the President and Secretary, respectively, of Cerritos Immigration Corp., a California corporation.
2. Article ONE of the Articles of Incorporation of this corporation is amended to read as follows:  
  
The name of this corporation is USLawChina Inc.
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has issued no shares.

We Further declare under penalty of perjury under the law of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: 6/28/2005

  
Frank Yu-Cho Tsang, President

  
Chen-cho Tsang, Secretary

