

P98000020601

Teresa Martinez
Globalink Corporation
5021 Fairfax Drive
Lakeland, Florida 33813
February 27, 1998

State of Florida
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

RE: New Corporation

500002445505--2
-03/03/98--01058--001
****122.50 ****122.50

To whom it may concern:

Please find enclosed, in duplicate original, Articles of Incorporation for the Globalink Corporation.

I would appreciate your assistance in filing this new corporation and forwarding to me, a certified copy of such corporation.

Also enclosed is a check in the amount of \$122.50 to cover the expenses for filing including the certified copy.

Should you have any questions, please do not hesitate to call me at 941-646-5141. I look forward to hearing from you and thank you for your assistance.

Sincerely,


Teresa Martinez

Enc.

FILED
98 MAR -3 PM 12: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

03-02-98

98-3-4-98

**ARTICLES OF INCORPORATION
OF
GLOBALINK CORPORATION**

FILED
98 MAR -3 PM 12:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

EFFECTIVE DATE

03-02-98

ARTICLE I - NAME

The name of the corporation shall be GLOBALINK CORPORATION.

ARTICLE II - COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall come into existence on March 2, 1998 .

ARTICLE III - GENERAL NATURE OF BUSINESS

The corporation shall be for the primary purpose of operating an international marketing business for the general public and for all other lawful purposes permitted by law.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock. Each share of issued and outstanding common stock shall entitle the holder thereof to one vote on each matter with respect to which shareholders have the right to vote, to fully participate in all shareholder meetings, and to share ratably in the net assets of the corporation upon liquidation or dissolution.

ARTICLE V - INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The name and address of the initial registered agent is:

TERESA R. MARTINEZ
5021 FAIRFAX DRIVE
LAKELAND, FLORIDA 33813

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially, whose names and addresses are:

TERESA R. MARTINEZ, AS PRESIDENT
5021 FAIRFAX DRIVE
LAKELAND, FLORIDA 33813

CARLOS MARTINEZ, AS VICE-PRESIDENT
5021 FAIRFAX DRIVE
LAKELAND, FLORIDA 33813

The number of directors may be increased or diminished from time to time in accordance with the provisions of the corporation's by-laws, but shall never be less than one.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

TERESA R. MARTINEZ
5021 FAIRFAX DRIVE
LAKELAND, FLORIDA 33813

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles this February 27, 1998.

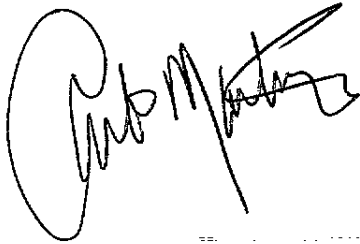

Incorporator

STATE OF FLORIDA

COUNTY OF POLK

I HEREBY CERTIFY that Carlos Martinez a person well-known to me or who produced License as identification, personally appeared before me and executed the foregoing Articles of Incorporation and that she acknowledged the execution of said Articles to be of her free will and voluntary act for the uses and purposes expressed therein.

WITNESS my hand and official seal at Lakeland, Florida, this Feb. 28. 1998.



Connie N. Tilyou
Notary Public
State of Florida at Large

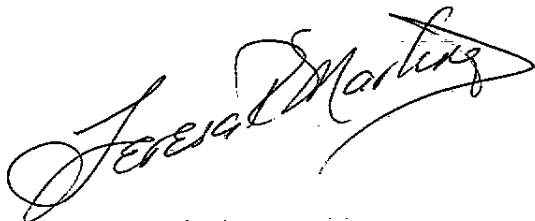
My Commission Expires:

CONNIE N. TILYOU
Notary Public, State of Florida
My Commission Expires March 11, 1999
Commission No. CC441190

Personally Known
 Produced ID License

I HEREBY CERTIFY that Jeresa Martinez a person well-known to me or who produced License as identification, personally appeared before me and executed the foregoing Articles of Incorporation and that she acknowledged the execution of said Articles to be of her free will and voluntary act for the uses and purposes expressed therein.

WITNESS my hand and official seal at Lakeland, Florida, this Feb. 28. 1998.



Connie N. Tilyou
Notary Public
State of Florida at Large

My Commission Expires:

CONNIE N. TILYOU
Notary Public, State of Florida
My Commission Expires March 11, 1999
Commission No. CC441190
 Personally Known
 Produced ID License

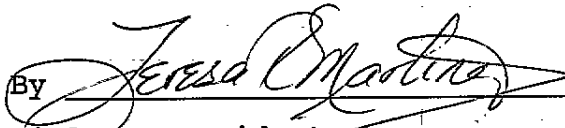
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/PRINCIPAL OFFICE

98 MAR 3 PM 12:02
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

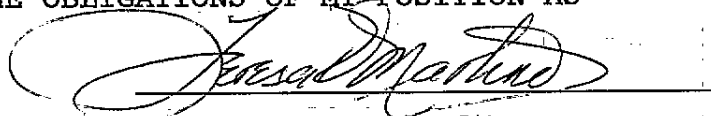
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/principal office, in the State of Florida,

1. The name of the corporation is GLOBALINK CORPORATION.
2. The name and address of the registered agent is:

TERESA R. MARTINEZ
5021 FAIRFAX DRIVE
LAKELAND, FLORIDA 33813

By 
Title: President
Date 2-28-98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Date 2-28-98

EFFECTIVE DATE

03-02-98