

P08000109603

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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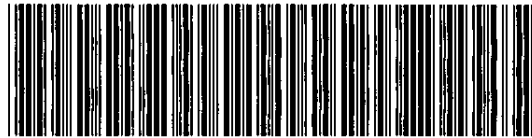
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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was - 55140

2008 DEC 18 PM 4: 20  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch DEC 19 2008

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Domestication of Worldwide Academic & Vocational Exchange USA, Inc. (WAVE USA, Inc

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status	\$ 8.75
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**FROM:** Ihoko Kondo

\_\_\_\_\_  
Name (printed or typed)

8429 Alister Blvd. West

\_\_\_\_\_  
Address

Palm Beach Gardens, FL 33418

\_\_\_\_\_  
City, State & Zip

561-322-0088

\_\_\_\_\_  
Daytime Telephone Number



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 11, 2008

IHOKO KONDO  
8429 ALISTER BLVD WEST  
PALM BEACH GARDENS, FL 33418

SUBJECT: WAVE USA, INC.  
Ref. Number: W08000055140

We have received your document for WAVE USA, INC. and your check(s) totaling \$137.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 208A00060065

# CERTIFICATE OF DOMESTICATION

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2008 DEC 18 PM 4: 20

The undersigned, Ihoko Kondo, Director  
(Name) (Title)

of Worldwide Academic & Vocational Exchange USA, Inc. (DBA: WAVE USA, Inc.) a foreign corporation,  
(Corporation Name)  
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was February 12, 1996.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Boston, Massachusetts.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Worldwide Academic & Vocational Exchange USA, Inc. (DBA: WAVE USA, Inc.).
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is waveusa.com, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Framingham, Massachusetts.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Ihoko Kondo, of Worldwide Academic & Vocational Exchange USA, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 16 day of December, 2008.

  
(Authorized Signature)

## Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

**ARTICLES OF INCORPORATION**  
*IN COMPLIANCE WITH CHAPTER 607, F.S.*

FILED

2008 DEC 18 PM 4: 20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I NAME**

THE NAME OF THE CORPORATION SHALL BE:  
waveusa.com, Inc.

**ARTICLE II PRINCIPAL OFFICE**

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

4521 PGA Boulevard  
Suite 278  
Palm Beach Gardens  
Florida, 33418

**ARTICLE III PURPOSE**

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

To provide IT applications and media services for global community  
To provide educational and cultural exchange services  
To carry on any business or other activity which may lawfully be carried on by corporation organized under the business corporation laws of State of Florida, whether or not related to those referred to in the preceding sections.

**ARTICLE IV SHARES**

THE NUMBER OF SHARES OF STOCK IS:

200,000 (160,000 Common, 40,000 Preferred)

**ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS**

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Chairman: Miyo Sato	3-19-9 Nakaochiai, Shinjuku-Ku, Tokyo 161-0032 Japan
Director: Kazunobu Nishimura	8429 Alister Blvd. West, Palm Beach Gardens, FL 33418
Director: Ihoko Kondo	8429 Alister Blvd. West, Palm Beach Gardens, FL 33418

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

THE **NAME AND FLORIDA STREET ADDRESS** (P.O. BOX **NOT** ACCEPTABLE) OF THE REGISTERED AGENT IS:


Director: Ihoko Kondo 8429 Alister Blvd. West, Palm Beach Gardens, FL 33418

**ARTICLE VII INCORPORATOR**

THE **NAME AND ADDRESS** OF THE INCORPORATOR IS:


Director: Ihoko Kondo 8429 Alister Blvd. West, Palm Beach Gardens, FL 33418

\*\*\*\*\*  
**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 AM FAMILIAR WITH AND  
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.**

  
\_\_\_\_\_  
Signature/Registered Agent

December 16, 2008

\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

December 16, 2008

\_\_\_\_\_  
Date