

631585

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

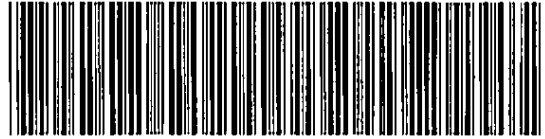
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

SEP 25 P 4:03

FILED

SEP 25 2017

CLERK OF COURT

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Language Exchange International, Inc.

DOCUMENT NUMBER: G31585

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dr. Gerald J. Luongo
Name of Contact Person
Language Exchange International, Inc.
Firm/ Company
500 NE Spanish River Blvd. #19
Address
Boca Raton, FL. 33431
City/ State and Zip Code
GJLuongo@languageexchange.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Gerald J. Luongo at (561) 368-3913
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|---|---|--|

✓ **Mailing Address**
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 30, 2017

DR GERALD J LUONGO
500 NE SPANISH RIVER BLVD #19
BOCA RATON, FL 33431

SUBJECT: THE LANGUAGE EXCHANGE, INC.
Ref. Number: G31585

We have received your document for THE LANGUAGE EXCHANGE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Check only one box for the adoption of amendment. *Page 4 of 4*

Please return 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) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 517A00017966

RECEIVED
17 SEP 25 PM 1:34
DIVISION OF STATE
CORPORATIONS
FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

Language Exchange International, Inc.

FILED

(Name of Corporation as currently filed with the Florida Dept. of State)

G31585

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A
The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

N/A

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

N/A


D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent Dr. Gerald J. Luongo
531 North Ocean Blvd. #1606, Pompano Beach, FL. 33062
(Florida street address)

New Registered Office Address: 500 NE Spanish River Blvd, #19, Boca Raton, Florida 33431
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u> </u> Change	<u>VP</u>	<u>Gary Paladino</u>	<u>6946 Seadaisy Drive</u>
<u> </u> Add			<u>Lake Worth, FL. 33462</u>
<u>X</u> Remove			
2) <u> </u> Change	<u>CEO V</u>	<u>Gerald J. Luongo</u>	<u>531 North Ocean Blvd. #1606</u>
<u>X</u> Add			<u>Pompano Beach, FL. 33062</u>
<u> </u> Remove			
3) <u>X</u> Change	<u>D</u>	<u>Nick Paladino</u>	<u>17220 Newport Club Drive</u>
<u> </u> Add			<u>Boca Raton, FL. 33487</u>
<u> </u> Remove			
4) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
5) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
6) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

In a duly signed agreement dated January 1, 2017, Constance M. Paladino and Nick M. Paladino who held 100% of the shares in the Company, Language Exchange International, Inc., a registered for-profit corporation with the State of Florida, document # G31585, and the Internal Revenue Service FEI/EIN # 59-2254352, did transfer to Gerald J. Luongo, 50% of said shares. Therefore, the ownership of the Company is distributed as follows: Constance M. and Nick M. Paladino each having 25% of the shares individually and collectively as husband and wife 50% of the company's ownership and Gerald J. Luongo, with 50% of the shares of said Company now has 50% ownership of the Company.

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

N/A

January 1, 2017, agreement of ownership change.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

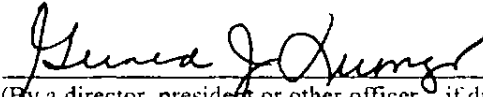
"The number of votes cast for the amendment(s) was/were sufficient for approval

by Constance M. and Nick Paladino _____,"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

August 23, 2017
Dated _____

Signature  _____
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Gerald J. Luongo

(Typed or printed name of person signing)

CEO and Registered Agent

(Title of person signing)