RUS CORPORATE FILING SERVICE (Requestor's Name) 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) ******78. 75 *****78. 75 OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time 2-00 Walk in **Certified Copy** Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILINGS Amendment Prolit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Éoreign **Fictitious Name** Limited Partnership

> Reinstatement Trademark

> > Examiner's Initials

Other

CR2E031(9/92)

Name Reservation

ARTICLES OF INCORPORATION OF LANGUAGES OF THE WORLD, INC.

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

ARTICLE I -NAME

The name of this corporation is LANGUAGES OF THE WORLD, INC. (hereinafter referred to as the "Corporation").

ARTICLE II -PRINCIPAL OFFICE

The initial address of the principal office of this Corporation is 401 N.E. 29 Street # 3, Miami, Florida 33137 and the initial mailing address of this Corporation shall be 401 N.E. 29 Street # 3, Miami, Florida 33137.

ARTICLE III - COMMENCEMENT & DURATION

This Corporation shall have perpetual existence. The commencement of this corporation's existence shall be at the time of filing of these Articles of Incorporation.

ARTICLE IV - PURPOSE

The primary purpose of this Corporation is to engage in the practice of language instruction, translation and related language services and/or any business permitted under the laws of the United States and of Florida.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to issue is: 500 (five hundred) and it shall have no designated par value. The shares will be issued in the manner prescribed by the Board of Directors. Notwithstanding,

anything in these Articles of Incorporation, this Corporation is authorized to issue only one class of stock and such stock shall be designated as common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation is Diana E. Iser whose address is 1911 S.W. 24 Street, Miami, Florida 33145, upon whom process in any action or proceeding against this Corporation may be served.

ARTICLE VII -INITIAL BOARD OF DIRECTORS.

This Corporation shall have one initial Director on the initial Board of Directors one who is an incorporator of this Corporation.

shall remain on the initial Board of Directors until the first election of the Board of Directors to be held in a manner and at the point in time prescribed by the bylaws adopted by this Corporation as amended from time to time. The number of Directors may be increased or decreased from time to time in accordance with the bylaws adopted by this Corporation as amended from time to time. Notwithstanding anything in these articles of Incorporation the number of directors on the Board of directors shall never be less than (1) . The names of the initial Director on the initial Board of directors of this Corporation is:

NAME TITLE

CARLOS C. ABACA Director-President

ARTICLE VIII -OFFICERS

This Corporation shall have one initial office.

President: CARLOS C. ABACA, Address: 401 N.E. 29 Street, #3, Miami, Florida 33137.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or Director, or former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

In order to incorporate this Corporation and in order to effectuate the governance in accordance with these Articles of Incorporation, the undersigned incorporator acknowledges the above provisions with his respective signature:

Carlos C. Abaca Incorporator 401 N.E. 29 STREET, #3 Miami, Florida 33137

Address

ACCEPTANCE BY REGISTERED AGENT

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.

DATED THIS 15TH DAY OF FEBRUARY, 2001.

BY

DIAMA E. ISER - REGISTERED AGENT

