

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P010000048338

Cross Cultural Communication

Systems of Florida, Inc.

100004216961--4

-05/15/01--01022--012
*****78.75 *****78.75

- ✓ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ✓ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

FILED
01 MAY 15 PM 12:57
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
01 MAY 15 AM 10:12
DIVISION OF CORPORATIONS

J. BRYAN MAY 15 2001

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION
OF

CROSS CULTURAL COMMUNICATION SYSTEMS OF FLORIDA, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I

The name of this corporation is:

CROSS CULTURAL COMMUNICATION SYSTEMS OF FLORIDA, INC.

This corporation shall be located at: 1313 Ponce de Leon Blvd., Suite 301, Coral Gables, Florida 33134, or at such other place as designated by the Board of Directors.

ARTICLE II

The business of the corporation shall be carried on in Miami-Dade County, Florida, and at such other place or places in the State of Florida, and in the United States of America and foreign countries as may from time to time be authorized by the Board of Directors.

ARTICLE III

The general nature of the business to be transacted by the corporation shall be as follows:

(a) To engage in any lawful business or commercial activity in the United States of America, its territories and possessions, and in any country or location in the world, including but not limited to the right to act as a partner, joint venturer, agent, representative or otherwise, with any other entity for any lawful purpose.

(b) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including causes in action, either as owner, broker, agent or factor. To engage in any lawful

FILED
01 MAY 15 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations.

(c) In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount: to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

(d) Any stock issued by this corporation may qualify under S1244 of the Internal Revenue Code of 1954, and as same may be amended.

(e) This corporation shall have all of the general powers together with all additional and specific powers granted by the Laws of the State of Florida, as well as implied powers, in carrying out the foregoing express powers.

(f) The foregoing clauses shall be construed both as objects and as powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE IV

The corporation shall begin business having at least such minimum amount of capital as required by the applicable Florida Statutes, and shall have perpetual existence.

ARTICLE V

The corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

ARTICLE VI

The street address of the initial registered office of this corporation is 1313 Ponce de Leon Blvd., Suite 301, Coral Gables, Florida 33134 and the initial registered agent of this corporation at that address is **NORMAN M. SEVIN.**

ARTICLE VII

The business of this corporation shall be conducted by a Board of Directors consisting of one or more Directors. The exact number of Directors may be fixed by the By-Laws of this corporation. The names and street addresses of the first Board of Directors of this corporation who shall hold office until the organization meeting of this corporation and until their successors are elected or appointed and have qualified, are as follows:

ZARITA A. ARAUJO

10 Converse Place
Winchester, MA 01890.

ARTICLE VIII

The name and street address of the Officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have qualified, are as follows:

PRESIDENT: ZARITA A. ARAUJO
10 Converse Place
Winchester, MA 01890.

SECRETARY: ZARITA A. ARAUJO
10 Converse Place
Winchester, MA 01890.

TREASURER: ZARITA A. ARAUJO
10 Converse Place
Winchester, MA 01890.

ARTICLE IX

The name and street address of each incorporator or subscriber to these Articles of Corporation, is as follows:

ZARITA A. ARAUJO, 10 Converse Place, Winchester, MA 01890.

The capital stock may be paid for in property, labor or services (including labor and services to be performed in the future) at a just valuation to be fixed by the incorporator(s) or

by the Director(s) at a meeting called for such a purpose or at the organization meeting. All of the aforesaid stock is to be issued as fully paid for and exempt from assessment.

IN WITNESS WHEREOF, the undersigned has caused there presents to be executed this 10 day of May, 2001.



ZARITA A. ARAUJO

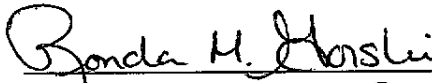
STATE OF MASSACHUSETTS

COUNTY OF Middlesex

Personally appeared this day before me, the undersigned authority ZARITA A. ARAUJO, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

Witness my hand and official seal, this 10th day of May, 2001.

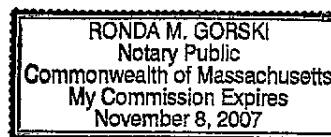
NOTARY PUBLIC



Print Ronda M. Gorski

State of Massachusetts at Large (Seal)

My commission expires:



CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First - That CROSS CULTURAL COMMUNICATION SYSTEMS OF
FLORIDA, INC.

desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of
Incorporation at the City of Coral Gables, County of Miami-Dade,
State of Florida has named NORMAN M. SEVIN, located at 1313 Ponce
de Leon Blvd., Suite 301, Coral Gables, County of Miami-Dade,
State of Florida, as its agent to accept service of process within
this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

Dated: May 14, 2001

Norman M. Sevin
(RESIDENT AGENT)

FILED
01 MAY 15 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA