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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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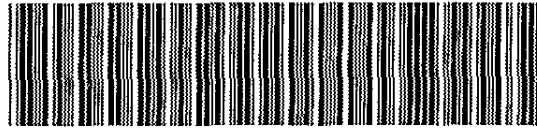
(Business Entity Name)

(Document Number)

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

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FILED  
03 FEB -5 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

G. BLALOCK FEB 6 2003

State of Florida  
Division of Corporations  
P.O.Box 6327  
Tallahassee, Fl 32314

Ref: Corp: Key languages, Inc.  
Subj: Articles of Incorporation

Enclosed please find the Articles of Incorporation of Key Languages, Inc. and a Certificate of Designation. Attached you will also find a check in the amount of Eighty Seven Dollars and 50 cents (\$87.50) covering the required fees for the filing of the Articles of Incorporation, Designation of Registered Agent, Certified Copy and Certificate of Status.

Thank you in advance for your cooperation in this matter.

Sincerely yours,

  
Cassia M. A. P. Silva

791 Crandon Blvd. #1007  
Key Biscayne, Fl 33149  
305 361-6211



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

January 30, 2003

CASSIA M.A.P. SILVA  
791 CRANDON BLVD #1007  
KEY BISCAWAYNE, FL 33149

SUBJECT: KEY LANGUAGES, INC,  
Ref. Number: W03000002876

We have received your document for KEY LANGUAGES, INC, and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the 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) 245-6925.

Cynthia Blalock  
Document Specialist  
New Filing Section

Letter Number: 003A00006494

February 4, 2003

Florida Department of State  
Division of Corporations  
P.O.Box 6325  
Tallahassee, FL 32314

**Subject: Key Languages, Inc.**

Ref. Number: W03000002876

Dear Ms. Blalock:

After receiving your letter, I called the phone number you provided for information and made the necessary correction in the Articles of Incorporation.

The principal office of the Corporation is 791 Crandon Blvd. # 1007, Key Biscayne, FL 33149.

Enclosed please find the Articles of Incorporation for filing. Thank you for taking care of this matter.

  
Cassia M.A.P. Silva

**ARTICLES OF INCORPORATION  
OF  
KEY LANGUAGES, INC.**

**FILED**  
**03 FEB -5 AM 10:44**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I**

**NAME**

The name of the Corporation is Key Languages, Inc.

**ARTICLE II**

**TERM OF CORPORATE EXISTENCE**

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation with the Department of State.

**ARTICLE III**

**PERMITTED ACTIVITY**

The Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$1.00 per value share.

**ARTICLE V**

**PREEMPTIVE RIGHTS DENIED**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible

into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

## **ARTICLE VI**

### **REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation as well as the initial place of business is 791 Crandon Blvd. # 1007, Key Biscayne, Fl 33149. The initial Registered Agent is Cassia M. A. P. Silva also at 791 Crandon Blvd. #1007, Key Biscayne, Fl 33149.

## **ARTICLE VII**

### **DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the Bylaws.

The name and address of the first Board of Directors who shall serve until the first annual meeting of shareholders or until her successors are elected and qualified shall be:

<b>NAME</b>	<b>ADDRESS</b>
Cassia M. A. P. Silva	791 Crandon Blvd. #1007, Key Biscayne, Fl 33149

## **ARTICLE VIII**

### **INCORPORATOR**

The name and address of the incorporator is: Cassia M. A. P. Silva, 791 Crandon Blvd. #1007, Key Biscayne, Fl 33149.

## **ARTICLE IX**

### **INDEMNIFICATION**

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 15<sup>th</sup> day of January, 2003.

  
Cassia M. A. P. Silva

STATE OF FLORIDA

SS:

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Cassia M.A.P. Silva to me well known to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me according to law, that she made and subscribed the same for the purpose therein mentioned and set forth.

WITNESS my hand and official seal in the County and State named above this 15<sup>th</sup> day of January, 2003.



NOTARY PUBLIC

My Commission Expires:



FILED

03 FEB -5 AM 10:44

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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 office/registered agent, in the State of Florida.

1. The name of the corporation is: Key Languages, Inc.
2. The name of the registered agent is: Cassia M. A. P. Silva. The address of the registered agent as well as of the principal office is: 791 Crandon Blvd. #1007, Key Biscayne, FL 33149.

Signature: *Cassia M. A. P. Silva*  
Cassia M. A. P. Silva

Title: Assistant Secretary

Date: January 15, 2003

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 agreed 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 and accept the obligations of my position as registered agent.

Signature: *Cassia M. A. P. Silva*  
Cassia M. A. P. Silva

Date: January 15, 2003