

Division of Corporations

**P03000103320**Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : BUSINESS CHOICE, INC.  
Account Number : I20010000004  
Phone : (954) 782-1829  
Fax Number : (954) 782-1899

## FLORIDA PROFIT CORPORATION OR P.A.

## PRECISE TRANSLATIONS, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
of  
PRECISE TRANSLATIONS, INC**

The undersigned person(s), acting as incorporator(s) of a corporation for profit in compliance with Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of this corporation is PRECISE TRANSLATIONS, INC.

**ARTICLE II  
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:  
4031 N.W. 2nd Ave.  
Boca Raton, FL 33431

**ARTICLE III  
SHARES**

The total number of shares which the corporation shall have authority to issue is ONE THOUSAND FIVE HUNDRED (1,500) shares of common stock having \$1.00 (ONE DOLLAR) par value per share.

**ARTICLE IV  
REGISTERED OFFICE / AGENT & INCORPORATOR**

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Evany Carvalho Alves  
4031 N.W. 2nd Ave.  
Boca Raton, FL 33431

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**BUSINESS CHOICE OF SOUTH FLORIDA, INC.**  
7401 N. Federal Hwy. # 365 Box C-9, Lighthouse Point, FL 33064  
Ph.: (954) 782-1829 . Fax: (954) 782-1899 . bcpessoa@hotmail.com

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**ARTICLE IX**  
**REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

**ARTICLE X**  
**AMENDMENT**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**ARTICLE XI**  
**BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

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**BUSINESS CHOICE OF SOUTH FLORIDA, INC.**  
7401 N. Federal Hwy. # 365 Box c-9, Lighthouse Point, FL 33064  
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**ARTICLE XII**  
**LIABILITY OF DIRECTORS**

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemption, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE XIII**  
**OTHER PROVISIONS**

**Preemptive Rights.** The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

**Director or Officer Interest.** In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

**Stock Transfer Restriction.** No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

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Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

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Having been named as registered agent 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.

Evany Alves  
Evany Carvalho Alves, Registered Agent

9/17/03  
Date

Evany Alves  
Evany Carvalho Alves, Incorporator

9/17/03  
Date

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