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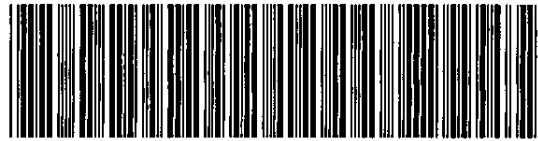
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Nihon LocalSoft Corp.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☒ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: Roger Susi  
Name (Printed or typed)  
4099 Scarler Inn Pl.  
Address  
Winter Park, FL 32792  
City, State & Zip  
407 222-6403  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

Articles of Incorporation  
Of  
Nihon LocalSoft Corp.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

Nihon LocalSoft Corp.

2. The address of its registered office in the State of Florida is 7457 Aloma Ave. Suite 305, Winter Park, Florida 32792, in Seminole County, Florida. The name and address of its registered agent, Roger Susi is located as shown Article 6 below.

3. The nature of the business or purposes to be conducted or promoted is:

Software services including translation, planning, coding, localization, generally to or from Japanese and English.

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

4. The total number of shares of stock which the corporation shall have the authority to issue is Two Hundred Thousand (200,000), and the par value of each of such shares is One Dollar (\$1.00), amounting in the aggregate to Two Hundred Thousand Dollars (\$200,000.00).

5. The name and mailing address of the Director and Officer is as follows:

<u>Name</u>	<u>Mailing Address</u>
Roger Susi	4099 Scarlet Iris Place Winter Park, Florida 32792

6. The name and mailing address of the registered agent of the corporation is as follows:

<u>Name</u>	<u>Mailing Address</u>
Roger Susi	4099 Scarlet Iris Place Winter Park, Florida 32792

7. The name and mailing address of each incorporator is as follows:

<u>Name</u>	<u>Mailing Address</u>
Roger Susi	4099 Scarlet Iris Place Winter Park, Florida 32792

8. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the bylaws of the corporation.

9. Meetings of stockholders may be held within or without the State of Florida, as the bylaws may provide. The books of the corporation may be kept, (subject to any provision contained in the statutes) outside the State of Florida at such place or places as may be designated from time to time by the board of directors if in the bylaws of the corporation. Elections of directors need not be by written ballot unless the bylaws of the corporation shall so provide.

10. A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional

misconduct or a knowing violation of the law, (iii) under Section 1053 of the Florida Statute, or (iv) for any transaction from which the director derived any improper personal benefit. If the Florida Statute is amended after the date of incorporation of the corporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Statute, as so amended.

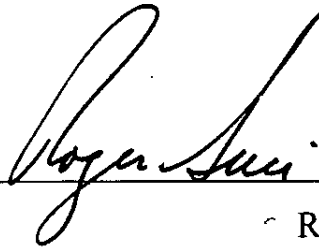
Any repeal or modification of the foregoing paragraph by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

11. The shareholders of this corporation shall have pre-emptive rights to subscribe to any or all additional issues of stock of the corporation of any or all classes or series thereof, or to any securities of the corporation convertible into such stock.

12. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation, except that any amendment to the provision for pre-emptive rights shall be subject to an approval of at least ninety percent of the voting common stock.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 6<sup>th</sup> day of June, 2007.

I HEREBY AM FAMILIAR WITH AND ACCEPT  
THE DUTIES AND RESPONSIBILITIES OF THE  
REGISTERED AGENT.



Roger Susi

INCORPORATOR/ REGISTERED AGENT /Director

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA