

P08000109603

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

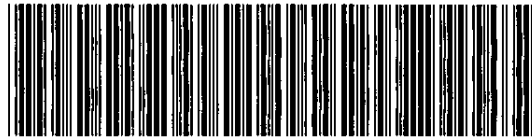
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800138499408

12/10/08--01024--019 **128.75

12/10/08--01024--020 **8.75

was 55140

2008 DEC 18 PM 4: 20
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch DEC 19 2008

TRANSMITTAL LETTER

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

SUBJECT: Domestication of Worldwide Academic & Vocational Exchange USA, Inc. (WAVE USA, Inc

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
-----------------------	---------

FROM: Ihoko Kondo

Name (printed or typed)

8429 Alister Blvd. West

Address

Palm Beach Gardens, FL 33418

City, State & Zip

561-322-0088

Daytime Telephone Number



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 11, 2008

IHOKO KONDO
8429 ALISTER BLVD WEST
PALM BEACH GARDENS, FL 33418

SUBJECT: WAVE USA, INC.
Ref. Number: W08000055140

We have received your document for WAVE USA, INC. and your check(s) totaling \$137.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected 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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 208A00060065

CERTIFICATE OF DOMESTICATION

FILED

2008 DEC 18 PM 4: 20

The undersigned, Ihoko Kondo, Director
(Name) (Title)

of Worldwide Academic & Vocational Exchange USA, Inc. (DBA: WAVE USA, Inc.) a foreign corporation,
(Corporation Name)
in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was February 12, 1996.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Boston, Massachusetts.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Worldwide Academic & Vocational Exchange USA, Inc. (DBA: WAVE USA, Inc.).
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is waveusa.com, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Framingham, Massachusetts.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Ihoko Kondo, of Worldwide Academic & Vocational Exchange USA, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 16 day of December, 2008.



(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
IN COMPLIANCE WITH CHAPTER 607, F.S.

FILED

2008 DEC 18 PM 4: 20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:
waveusa.com, Inc.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/ MAILING ADDRESS IS:

4521 PGA Boulevard
Suite 278
Palm Beach Gardens
Florida, 33418

ARTICLE III PURPOSE

THE PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED:

To provide IT applications and media services for global community
To provide educational and cultural exchange services
To carry on any business or other activity which may lawfully be carried on by corporation organized under the business corporation laws of State of Florida, whether or not related to those referred to in the preceding sections.

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

200,000 (160,000 Common, 40,000 Preferred)

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

THE NAME(S) AND ADDRESS(ES) AND SPECIFIC TITLES:

Chairman: Miyo Sato	3-19-9 Nakaochiai, Shinjuku-Ku, Tokyo 161-0032 Japan
Director: Kazunobu Nishimura	8429 Alister Blvd. West, Palm Beach Gardens, FL 33418
Director: Ihoko Kondo	8429 Alister Blvd. West, Palm Beach Gardens, FL 33418

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS (P.O. BOX **NOT** ACCEPTABLE) OF THE REGISTERED AGENT IS:

Director: Ihoko Kondo 8429 Alister Blvd. West, Palm Beach Gardens, FL 33418

ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

Director: Ihoko Kondo 8429 Alister Blvd. West, Palm Beach Gardens, FL 33418

**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 AM FAMILIAR WITH AND
ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.**



Signature/Registered Agent

December 16, 2008

Date



Signature/Incorporator

December 16, 2008

Date