

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

MIAMI FL 33135-CONTACT: RAY STORMONT PHONE: (305) 541-3694

(((H95000003721))) FAX: (305) 541-3770 DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

FAX AUDIT NUMBER: H85000003721

NAME: CORAL GABLES INTERPRETATIONS, INC.
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ARTICUES OF INCOMPORATION

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CORAL GABLES INTERPRETATIONS, INC.

ARTICLE I - NAME

AND PRINCIPAL CORPORATE ADDRESS

The name of this Corporation is:

CORAL GABLES INTERPRETATIONS, INC.

The principal corporate address of this Corporation is:

2100 Coral Way, Suite 601A Miami, Florida 33145

ARTICLE IX HATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

YEL RICIARY AUTHOPIZED SHARES

The Corporation shall be authorized to create and issue 7,500 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the

> PREPARED BY: PLONIDA BAY! ADDRESSE

JOAQUIN FRANKDER, 85Q. 229180 2601 SOUTH BAYSHORE DRIVE SUITE 1400 MIRMI, FLORIDA 33133 (305) 858-53 0

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PRONEI

P. 02 190492240001 Corporation, not leas than the par value of the stock so to be issued.

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTIGUE Y INITIAL REGISTERED OFFICE AND AGENT

The streat address of the initial registered office of this Corporation in the State of Florida shall be: 2601 SOUTH BAYSHURS DAXE, SUITE 1400, HIAMI, FLORIDA 33133.

The name of the initial registered agent of this Corporation at that address shall be: JOAQUIN FERNANDES.

ARTICLE VI BOARD OF DIRECTORS

The powers of the Corporation shall be executed by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have one (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VII OIRECTORS MANES AND STREET ADDRESSES

The names and street addresses of the members of the Pirst Board of Directors who shall hold office until their

PREPARED BY: PLONIDA BARF ADDRESS: JOAQUIN FERNANDES, ESQ. 229180 2601 BOUTH BAYBHORB DRIVE SUITE 1400 MIAMI, FLORIDA 53133 (305) 858-8300

PRONE:

successors have been duly elected or appointed and have qualified are as follows:

EHAM

STREET ADDRESS

RAUL DE LA ROSA

2100 CORAL WAY, SUITE 601A MIAHY, PLORIDA 33145

ARTICLE VIII INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

MAXIA

STREET ADDRESS

RAUL DE LA ROSA

2100 CORAL WAY, SUITE 601A MIRKI, PLORIDA 33145

ARTICLE IX SPECIAL PROVISIONS

The Corporation shall have all corporate powers permitted under the laws of the United States and of the State of Florida. The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are adopted as part of these Articles of Incorporation:

- 1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.
 - The directors may prescribe a method or methods for

PREPARED BY: FLORIDA BARS ADDRESS: JORQUIM FRRMANDES, ESQ. 229180 2401 SOUTE BAYERORE DRIVE SULTE 1400 MIANI, FLORIDA 33133 (305) 858-5300

PHONE:

replacement of lost certificates, and proporibe reasonable security conditions upon issuance of new certificates for lost certificates.

- have the right upon its organization to assign and deliver their subscriptions of stock as set forth in Article VIII to any other person, or to firms or corporations who become subscribers to the capital stock of the Corporation. Upon acceptance of such assignment, such assigness shall stand in lieu of the original incorporators and assume and carry out all rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida, and to execution of the necessary instruments of assignment.
- transaction between the corporation and any other corporation shall be affected or invalidated by the fact that one or more directors of the Corporation are interested in or are directors or officers of such other corporation. In the absence of fraud, no contract, act or transaction of the corporation with any porson, or persons, firms or corporation shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation. Each person who becomes a director of the Corporation

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contracting with the corporation for the benefit of himself or any firm, association or corporation in which he otherwise may be interested in the absence of fraud. Any director of the corporation may vote upon any contract or other transaction between the corporation and any submidiary or controlled company.

The Corporation shall indemnify any and all of its present and past directors and officers and any person who may have corved at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with defense of any action, suit or proceeding in which they or any of them has been made parties or a party by reason of having been or being directors or officers or a director or officer of the Corporation or of such other corporation, except in relation to matters as to which any such present or past director or officer or person shall be adjudged in such action, suit or proceeding, to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreement, vote of stockholders, or Such right of indemnification, however, shall not otherwise. extend to or include indemnification for liabilities arising under

> PREPARED BY: FLORIDA BAR! ADDRESS:

JOAQUIN FERMANDEI, MSQ. 229180 2601 SOUTH BAYSHORE DRIVE SUITE 1400 MIRMI, FLORIDA 32133 (305) 858-5300

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the Securities Aut of 1933 as smeaded.

By affirmative vote of a majority of the directors then in office and irrespective of any personal interest of any of its members, the Board of Directors shall have authority to establish reasonable compensation of all directors for services to the corporation as directors, officers, and otherwise. In addition to the authority to establish salaries, the authority vested in the Board of Directors by this Paragraph 6 shall include the authority to establish the payment of bonuses, stock options, and pensions and profit sharing plans.

IN WITHERS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23

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INCORPORATOR

STATE OF PLONIDA COUNTY OF DADE

BEFORE ME personally appeared MAUL DE LA ROBA to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and executed the same for the uses and purposes therein mentioned and set forth.

> PARPAMED BY: PLORIDA BAR ADDRESS!

JOAQUIN PERMANDEE, BEQ. 229180 2601 SOUTH BATSHORE DRIVE SUITE 1400 MIAMI, FLORIDA 33133 (305) 858-5300

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	XM	WITHE	₩ NRI	RHOP,	I have	her	eunto	set	my.	hand	and
affixed	By of	eticial	scal,	in th	e state	and	count	y af	orus	aid,	this

day or March , 1995.

PUBLIC,

My Commission Expires:

Commission No. 02 388481

Nothing Thibuch

PREPARED BY: FLORIDA BAR/ ADDRESS:

JOAQUIM FERMANDES, ESQ. 229180 2601 SCUTE DAYSEORE DELVE SUITE 1400 MIAMI, PLORIDA 33133 (305) 858-3300

PROUE :

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, CORAL GABLES INTERPRETATIONS, INC., having filed its Articles of Incorporation contemporaneously herewith. With its registered office as indicated therein at 2601 SOUTH BAYSHORE DRIVE, SUITE 1400, MIAMI, FLORIDA, has named JOAQUIN FERMANDE2, located thereat as its registered agent to accept service of process within this State.

INCORPORATOR

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

REGISTERED AGENT

PREPARED BY: FLORIDA BAR# ADDRESS:

PROME:

JOAQUIN FERNANDES, BSQ. 229189 2601 SOUTH BAYSHORE DRIVE SUITE 1400

MIAMI, FLORIDA 33133 (305) 858-5100

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DEPARTMENT OF STATE 1492 W FLAGLER ST

STATE OF FLORIDA SUITE 200

409 EAST GAINES STREET MIAMI FL 33135- 9-000000

TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT FAX: (904) 922-4000 PHONE: (305) 541-3694

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PERIGNATION OF DIRECTORS AND OFFICERS

OF

CORAL GARLES INTERPRETATIONS, INC.

I, RAUL DE LA ROSA, the undersigned director and corporate officer of CORAL GABLES INTERPRETATIONS, INC., a Florida corporation, do horeby tender my resignation, to take effect immediately upon the adjournment of the special meeting of the Board of Directors at which this resignation is accepted.

> DATED this __ _ day of Stokenton

> > RAUL DE LA ROSA Sole Officer and Direct

STATE OF FLORIDA COUNTY OF DADE

The foregoing instrument was acknowledged before me this of her by RAUL DE LA ROSA.

Bersonally known to me or has produced He/she as identification and did (not) take an oath.

Notary Public, State of Fforida

Type or print name
Notary Presentation America Mantiner
Serially Commission No. CO. Steel St. Co. St. HLTZABETH ANGELA MARTINEZ

ACCUMENTARY - Pla Metry Bardes & Reading Co.

Joaquin Fernandez (305) 447.8999 BII Ponce de Leon Bluch. Downstains Miani, FL 33134 FBN. 229180

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