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2/21/96

FLORIDA DIVISION OF CORPORATIONS

TO: DIVISION OF CORPORATIONS
STATE OF FLORIDA
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(((H96000002516))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LANGUAGE EXCEL, INC.

FAX AUDIT NUMBER: H96000002516

DATE REQUESTED: 02/21/1996

CERTIFIED COPIES: 1

NUMBER OF PAGES: 5

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 15:34:56

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
 OF
LANGUAGE EXCEL, INC.

EFFECTIVE DATE
2-20-96

I, the undersigned, for the purpose of becoming a Corporation under the Laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, file these Articles of Incorporation.

ARTICLE I

The name of the Corporation is LANGUAGE EXCEL, INC.,

ARTICLE II

The nature of the corporation's business to be transacted is:

A. To engage in the business of translating foreign documents, writings, and all other speech.

B. To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the Laws of the State of Florida, and to so engage in and carry on said business or businesses in Florida, or in any other State in the United States or in any foreign country. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in this State or throughout the United States and elsewhere.

ARTICLE III

The foregoing clauses shall be construed both as objects and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE IV

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

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ARTICLE V

The maximum number of shares of stock of this Corporation is authorized to have outstanding at any time shall be 500 shares of One (\$1.00) Dollar per value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this Corporation that the stock issued shall qualify as "Section 1244 stock," as such term is defined in the Internal Revenue Code and the Regulations issued thereunder. 250 shares shall be issued to John P. Harrington and 250 shares shall be issued to Lidia Boyadjian.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial registered office of this Corporation in the State of Florida shall be 1700 Sans Souci Boulevard, North Miami, Florida 33161, and the name of the initial registered agent of this Corporation at that address is Steven L. Lubell.

ARTICLE VIII

The street address of the principal place of business of the corporation shall be 2545 South Bayshore Drive, #305, Miami, Florida 33133.

The Corporation may have such other places of business, both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

ARTICLE IX

This Corporation shall exist perpetually beginning February 20, 1996.

ARTICLE X

This Corporation shall have two directors initially. The names of these directors are: John P. Harrington and Lidia Boyadjian. The number of directors may be increased or diminished from time to time as per the By-laws adopted by the stockholders, but shall never be less than one.

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ARTICLE XI

The name and street address of the subscriber to the Articles of Incorporation is as follows:

John P. Harrington
2549 South Bayshore Drive #305
Miami, Florida 33133

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the undersigned, being the subscribing incorporator, have hereunto set my hand and seal for the purpose of forming this Corporation under the Laws of the State of Florida, this 20th day of February, 1996.


John P. Harrington

STATE OF FLORIDA)
SS:)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared, JOHN P. HARRINGTON, having produced the following form of identification:
personally known to me to be the person described as subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above, this 20th day of February, 1996.


[Signature] Notary Public

Steven L. Lubell
[Print Name]
State of Florida
My commission expires:



STEVEN L. LUBELL
My Commission OC481188
Expires May. 02, 1999
Renewed by 1454
689-489-1888

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Having been named Registered Agent for the above stated corporation, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as such.


STEVEN L. LUMBIA

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This Document was prepared by:
Rosa, Witz, & Trappan, P.A.
STEVEN L. LUMBIA, ESQ.
FLORIDA BAR NUMBER: 0000437
1700 Santa Rosa Boulevard
North Miami, Florida 33161
(305) 883-3006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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John P. Harrington

2545 South Bayshore Drive #105
Miami, FL 33133

Phone (305) 859-8020

P96000016328

August 21, 1995

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

To whom it may concern:

Enclosed please find articles of voluntary dissolution for Language EXCEL, Inc., a Florida profit corporation, plus a check for \$35.00.

Thank you for your assistance.

Sincerely,

John P. Harrington
John P. Harrington
President

SH 8/29

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AUG 25 PM 1:53
TALLAHASSEE, FL 32314

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is **Language EXCEL Inc.**, 2545 South Bayshore Drive, #305, Miami, FL 33133.

SECOND: The articles of incorporation were filed on February 20, 1996.

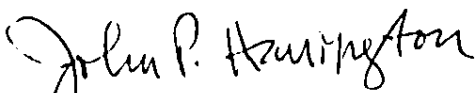
THIRD: The corporation has NOT commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The corporation has no assets and no stock has been issued.

SIXTH: The incorporators have unanimously authorized the dissolution.

Signed this 21st day of August 1996.



John P. Harrington, President

FILED
IN
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OFFICE
OF
DADE
COUNTY
FLORIDA
AUG 21 1996