

# TRANSMITTAL LETTER

# Paloooo GING S

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

SUBJECT: Cypress Systems, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

<input type="checkbox"/> \$70.00 Filing Fee	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>			

FROM: Steve Saiz 200004425912--3  
Name (Printed or typed) -06/19/01--01005--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

4001 S. Ocean Dr., #10E  
Address

Hollywood, FL 33019  
City, State & Zip

954-295-5549  
Daytime Telephone number

01 JUN 18 AM 9:33  
**FILED**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Steve Saiz GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT r.a.  
DATE 6-20-01  
DOC. EXAM gy

*gy 6/20*

ARTICLES OF INCORPORATION

OF

CYPRESS SYSTEMS, INC.

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is CYPRESS SYSTEMS, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business which is permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock of a par value of one dollar per share.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Hundred (\$100.00) Dollars.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PRINCIPAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida is 4001 South Ocean Drive, Suite 10E, Hollywood, Florida 33019.

This Instrument Prepared By:

*Steve Saiz*

Steve H. Saiz  
4001 South Ocean Dr., Suite 10E  
Hollywood, Florida 33019  
Telephone: (954)362-0303

*Melissa E. Saiz*

Melissa E. Saiz  
4001 South Ocean Dr., Suite 10E  
Hollywood, Florida 33019  
Telephone: (954)362-0303

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII. DIRECTORS

This corporation shall have not less than one director.

ARTICLE VIII. INITIAL DIRECTORS

The names, titles and addresses of the first the Board of Directors are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Steve H. Saiz	President	4001 South Ocean Dr., Suite 10E Hollywood, Florida 33019
Melissa E. Saiz	Vice President,	4001 South Ocean Dr., Suite 10E Hollywood, Florida 33019

These officers shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX. SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Steve H. Saiz	4001 South Ocean Dr., Suite 10E Hollywood, Florida 33019
Melissa E. Saiz	4001 South Ocean Dr., Suite 10E Hollywood, Florida 33019

ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is: 4001 South Ocean Dr., Suite 10E, Hollywood, Florida 33019, and the name of the initial Registered Agent of this corporation is Steve H. Saiz: *I accept the duties of registered agent.*

ARTICLE XI. AMENDMENTS

The 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 Stockholders' meeting by a majority of the Stockholders entitled to vote thereon.

ARTICLE XII.

The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to inspection of the Stockholders, and no Stockholder shall have the right to inspect any account or document of the corporation except as permitted by statute, or Board of Directors, or by resolution of the Stockholders.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation, at Hollywood, Broward County, Florida, this 14 day of June 14, 2001, for the uses and purposes aforesaid.

Steve Saiz (SEAL)  
STEVE H. SAIZ  
Incorporator / registered Agent

STATE OF FLORIDA )  
COUNTY OF BROWARD )

SS:

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments personally appeared STEVE H. SAIZ, who is personally known to me and who did not take an oath and who subscribed to the foregoing Articles of Incorporation and who acknowledged before me the execution thereof for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the County and State above set forth this 14 day of June, 2001.



FILED  
01 JUN 18 11 03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Joseph Franco  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires: Nov 06, 2003

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation, at Hollywood, Broward County, Florida, this 14 day of June, 2001, for the uses and purposes aforesaid.

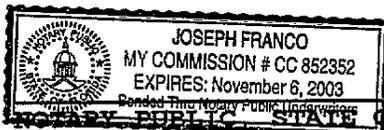
Melissa E. Saiz (SEAL)  
MELISSA E. SAIZ

STATE OF FLORIDA )  
COUNTY OF BROWARD )

SS:

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared MELISSA E. SAIZ, who is personally known to me and who did not take an oath and who subscribed to the foregoing Articles of Incorporation and who acknowledged before me the execution thereof for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the County and State above set forth this 14 day of June, 2001.



Joseph Franco

NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires: Nov 06, 2003

**RESOLUTION:  
OBTAIN "S" CORPORATION STATUS**

**WHEREAS, there would be certain tax and financial benefits to the shareholders of the Corporation upon election to have the Corporation qualify as an "S" Corporation pursuant to Section 1362 of the Internal Revenue Code; be it**

**RESOLVED, to qualify the Corporation as an "S" Corporation pursuant to Section 1362 of the Internal Revenue Code.**

**The undersigned hereby certifies that she is the duly elected and qualified Secretary and the custodian of books and records and seal of CYPRESS SYSTEMS, INC., a corporation duly formed pursuant to the laws of the State of Florida, and that the foregoing is a true record of a resolution duly adopted at a meeting of the Stockholders, and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on June 14<sup>th</sup>, 2001, and that said resolution is now in full force and effect without modification or rescission.**

**IN WITNESS WHEREOF, I have executed my name as Secretary and have hereunto affixed the corporate seal of the above-named Corporation this 14<sup>th</sup> day of June, 2001.**

**A True Record.**

**Attest.**