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TRANSMITTAL LETTER

FILED
01 NOV 19 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

300004686803--7
-11/19/01--01022-013
*****78.50 *****78.50

SUBJECT: Max-Cyber-Systems, Inc.
(Proposed corporation name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$78.75

FROM: Edward T. Schiess
3450 Golden Meadow Lane
Ormond Beach
FL 32174
904-615-1308
386

Note: Please provide the original and one copy of the Articles.

Edward Schiess GAVE
AUTHORIZATION BY PHONE TO
CORRECT Duffie
DATE 11/22/01
DOC. EXAM Doris Brown

D. BROWN NOV 27 2001

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

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Article I

The name of this corporation is: **Max-Cyber-Systems, Inc.**

Article II

The Period of the duration of the corporation shall be "Perpetual" unless dissolved according to the law. Existence shall commence upon filing with the Secretary of State.

Article III

The purpose and general nature of the business is to engage in any lawful activity. To exercise and enjoy all of the privileges of corporations for profit as conferred by the laws of the state of Florida, it being expressly provided that the enumeration of specific powers and purposes shall not be held to limit or restrict in any manner the corporation.

Article IV

The capital stock of this corporation shall consist of 10,000 shares of common stock and shall not have a par value.

Article V

A board of directors shall govern the corporation.

Article VI

The registered office of this corporation shall be initially at, 3450 Golden Meadow Lane Ormond Beach, FL 32174, and its initial registered agent shall be Edward T. Schiess. Such registered office or agent may be designated by a majority of the stockholders entitled to vote and in such case, the redesignation shall be effective upon filing such redesignation in the form and manner provided by law.

Article VII

The initial street address of the principal office of this corporation in the state of Florida is: 3450 Golden Meadow Lane Ormond Beach, Fl 32174. The directors may from time to time move the principal office to any other address in Florida, and the corporation shall have the right and power to transact business and to have offices and agencies in such places as the directors may from time to time authorize.

Article VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders meeting by a majority of the stockholders Entitled to vote thereon, unless all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.

Article IX

The directors may conduct any and all official business by a telephone meeting or email.

Article X

The corporation shall indemnify the corporate officers from all liabilities, which they may incur while acting within the course and scope of corporate business. Such indemnity shall include the payment of all attorney's fees and court costs.

Article XI

The name and address of the subscriber to these Articles of Incorporation is:

Name

Address

Edward T. Schiess

3450 Golden Meadow Lane
Ormond Beach, Fl 32174

The undersigned incorporator has executed these Articles of Incorporation this 16 day of November 2001

Articles of Incorporations
Filing Fee \$ 78.50



Signature

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Max-Cyber-Systems, Inc.
2. The name and address of the registered agent and office is:

Edward T. Schiess
(NAME)

3450 Golden Meadow Lane
(P.O. BOX NOT ACCEPTABLE)

Ormond Beach, Fl. 32174
(CITY/ STATE/ZIP)

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 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

E. Schiess

DATE

11-16-2001