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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

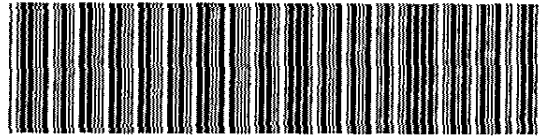
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 SEP -2 PM 4:12

TRANSMITTAL LETTER

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

SUBJECT: SYSTEMS TECHNOLOGIES AND SOLUTIONS INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

STEVEN M. KLEINBERGER
SMK ACCOUNTING SERVICES

Name (Printed or typed)

1411 EL CAJON COURT

Address

WINTER SPRINGS; FL. 32708

City, State & Zip

407-971-2764

Daytime Telephone number

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

Articles of Incorporation
of
SYSTEMS TECHNOLOGIES & SOLUTIONS INC.

04 SEP -2 PM 4: 12

1. **Corporate Name:**

The name of the Corporation shall be : **SYSTEMS TECHNOLOGIES & SOLUTIONS INC.** The principal place of business of the corporation shall be : 3304 Blue Jay Court, St. Cloud, FL. 34772.

2. **Registered Agent In Initial Registered Office:**

The registered agent and the street address of the initial registered office of this corporation in the State Of Florida shall be: Steven M. Kleinberger, 1411 El Cajon Court, Winter Springs, FL. 32708.

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

3. **Nature Of The Business**

The general nature of the business to be conducted by this corporation is to engage in any and all business permitted under the laws of the State Of Florida, the United States Of America or any other state, country, territory or nation.

4. **Capital Stock.**

The total number of shares of capital stock that the Corporation shall have authority to issue is 7500 shares, all of which are to be common stock with a par value of \$1.00 per share.

5. **Incorporator.**

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

STEVEN M. KLEINBERGER
1411 El Cajon Court
Winter Springs, FL. 32708

6. **Existence.**

The Corporation shall have perpetual existence, commencing on the date of filing of these articles in the office of the Secretary of State for the State Of Florida.

7. **Liability of Stockholders.**

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. Board Of Directors

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one director.

9. Initial Directors:

The name of the initial director of this corporation and their street address is:

Frank Bernard Baylon: 3304 Blue Jay Court, St. Cloud, FL. 34772

The person named as initial director shall hold office for the first year of existence of the corporation or until his successor is elected or appointed and have qualified, whichever comes first.

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- b) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.
- (c) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.
- (d) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.
- (e) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

9. Initial Officers:

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation or until their successors are elected/appointed are:

Frank Bernard Baylon: 3304 Blue Jay Court, St. Cloud, FL. 34772

10. Amendment:

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board Of Directors, proposed to them by the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote, unless all the directors and stockholders sign a written statement manifesting their intention that a certain amendment of the articles of incorporation be made.

11. Pre-Emptive Rights:

Every stockholder upon sale for cash of any new stock in this corporation of the same kind, class or series as that which he already holds has the right to purchase his pro-rata share thereof at any price at which it is offered to others.

12. By-Laws:

The power to adopt, alter, amend or repeal the bylaws shall be vested in the Board Of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation on this 30 day of AUGUST, 2004.

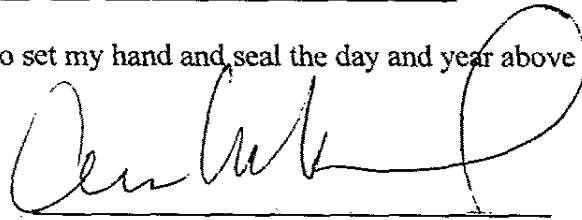

Steven M. Kleinberger

State of FLORIDA)


County of SEMINOLE)


BEFORE ME, a Notary Public for the State of FLORIDA., personally appeared STEVEN M.KLEINBERGER , to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief and subscribed to these articles of incorporation on the 30 day of August, 2004. The following was provided as identification: Dr. Lic

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.



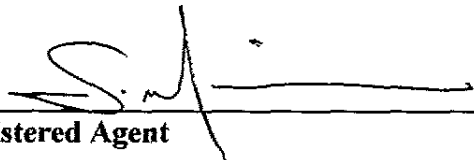
Notary Public-State Of Florida at Large

 My commission expires:
My Commission DD147895
Expires September 05, 2006

 Ana M Milten
My Commission DD147895
Expires September 05, 2006

ACCEPTANCE OF DESIGNATION

Having been designated as registered agent for the aboved name corporation to accept service of process at the address listed, I hereby accept said designation and agree to act in this capacity and to comply with revisions of said act relative to keeping open said office.



Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 SEP - 2 PM 4: 12