

P97000099109

FILED
97 NOV 18 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS 409 EAST
GAINES STREET
TALLAHASSEE, FL 32399

RE: NEW ARTICLES OF INCORPORATION

NOVEMBER 17, 1997

GENTLEMEN,

PLEASE FILE THE ENCLOSED ARTICLES OF INCORPORATION FOR
CYBERJAC SYSTEMS, INC. OUR CHECK FOR \$122.50 COVERING VARIOUS FEES
IS ENCLOSED. PLEASE FORWARD ALL CORRESPONDENCE TO:
SHAWN E. DIESTLER 1715 MARION ST.
CLEARWATER, FL 33756

WE APPRECIATE YOUR PROMPT CONSIDERATION OF THIS MATTER.

SINCERELY,

Shawn E. Diestler

SHAWN E. DIESTLER, INCORPORATOR

200002350542--1
-11/18/97--01055--019
****122.50 ****122.50

Contact Phone # (800) 334-3442

ENCLOSURE:

BCB/VS/

P.S. I've enclosed
A prepaid overnight
envelope for your
use & convenience.
Thanks

ARTICLES OF INCORPORATION
OF CYBERJAC SYSTEMS, INC.

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION A
NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY FORMS A CORPORATION
UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME -----

THE NAME OF THE CORPORATION SHALL BE: CYBERJAC SYSTEMS, INC. THE
PRINCIPAL PLACE OF BUSINESS SHALL BE 1715 MARION ST., CLEARWATER, FL
33756.

ARTICLE II. NATURE OF BUSINESS -----

THIS CORPORATION MAY ENGAGE OR TRANSACT IN ANY OR ALL LAWFUL
ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED
STATES, THE STATE OF FLORIDA, OR ANY OTHER STATE, COUNTRY, TERRITORY
OR NATION.

ARTICLE III. CAPITAL STOCK -----

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS
AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS 1,000,000 SHARES
OF VOTING COMMON STOCK HAVING A PAR VALUE OF .01 CENT PER SHARE,
AND, 1,000,000 SHARES OF NON-VOTING COMMON STOCK HAVING A PAR VALUE
OF .01 CENT PER SHARE.

ARTICLE IV. ADDRESS -----

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE
CORPORATION SHALL BE 1715 MARION ST., CLEARWATER, FL
33756, THE NAME OF THE INITIAL REGISTERED AGENT OF THE CORPORATION
AT THAT ADDRESS IS SHAWN E. DIESTLER.

ARTICLE V. TERM OF EXISTENCE AND EFFECTIVE DATE -----

THIS CORPORATION IS TO EXIST PERPETUALLY. THE EFFECTIVE DATE OF
INCORPORATION IS NOVEMBER, 17, 1997.

ARTICLE VI. PREEMPTIVE RIGHTS -----

EVERY SHAREHOLDER UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OR THE SAME KIND, CLASS, OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE THEREOF AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VII. DIRECTORS -----

THIS CORPORATION SHALL HAVE ONE DIRECTOR, INITIALLY. THE NAMES AND STREET ADDRESSES OF THE INITIAL MEMBERS OF THE BOARD OF DIRECTORS ARE: SHAWN E. DIESTLER 1715 MARION ST.
CLEARWATER, FL 33756

IN WITNESS WHEREOF, THE UNDERSIGNED HAS HEREUNTO SET HIS HAND AND SEAL ON THIS 17TH DAY OF NOVEMBER, 1997.

Shawn E. Diestler (SEAL) SHAWN E. DIESTLER, INCORPORATOR

I, SHAWN E. DIESTLER, DO HEREBY ACCEPT THE POSITION AND RESPONSIBILITY OF REGISTERED AGENT FOR THE CORPORATION KNOWN AS: CYPERJAC SYSTEMS, INC.

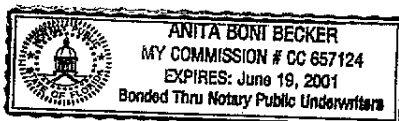
ACCEPTED THIS 17TH DAY OF NOVEMBER, 1997.

Shawn E. Diestler (SEAL) SHAWN E. DIESTLER, REGISTERED AGENT

On this 17th Day in November 1997, appeared SHAWN E. DIESTLER (FL DL # D234785653881) who Produced A valid FLORIDA Drivers License as Identification

Shawn E. Diestler SHAWN E. DIESTLER
ATTACH NOTARY DOCUMENTATION HERE: 11-17-1997

11/17/97 Anita Boni Becker
NOTARY: Anita Boni Becker



FILED
97 NOV 18 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA