

D9900008533

Carlos Jose Puga
7440 SW 50th Terrace, #103
Miami, Florida 33155

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 AM 10:30

January 25, 1999

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

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-01/11/99--01097--005
122.50 **78.75

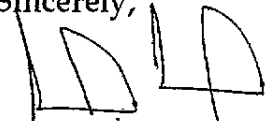
Subject : LYSYS, INC.
Ref. Number: W99000000964

Enclosed please find the certificate of designation you requested.

Please notice that we made a correction on the zip code. The correct one is 33155 and not 33143.

Should you need any further information or have any questions, please contact me at (305) 666-6342.

Sincerely,


Carlos Jose Puga

789,2589,3557,611,2551,2550

W99-964
Carlos J. Puga GAVE
AUTHORIZATION BY PHONE TO
CORRECT Print Address
DATE 1/28/99
DOC. EXAM Doris Brown

D. BROWN JAN 28 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 13, 1999

CARLOS JOSE PUGA
7440 S.W. 50TH TERRACE, #103
MIAMI, FL 33143

SUBJECT: LYSYS, INC.
Ref. Number: W99000000964

We have received your document for LYSYS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 999A00001782

**ARTICLES OF INCORPORATION
OF
LYSYS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 AM 10:31

We, the undersigned incorporators of this corporation under Florida Statute 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I

Name: The name of this corporation is **LYSYS, INC.**

ARTICLE II

Purposes: This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III

Capital Stock: The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock of One (\$1.00) Dollar par value.

ARTICLE IV

Voting Rights: Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V

Duration: This corporation is to have perpetual existence commencing on the date of the execution and acknowledgment of these Articles of Incorporation.

ARTICLE VI

Preemptive Rights: 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 the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

Official Registered Office and Agent: The street address of the initial registered office of this corporation is 7440 SW 50TH Terrace, # 103, Miami, Florida 33155 and the name of the initial registered agent of this corporation at that address is Carlos Jose Puga. The principal place of business is the same as the registered office.

ARTICLE VIII

Directors: The initial number of directors of this corporation shall be one(1). The number of directors may be either increased or decreased from time by the by-laws but shall never be less than one (1).

The name and address of the member of the first board of directors who, subject to the provisions of the Certificate of Incorporation, the By Laws and Corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are:

Name: Carlos Jose Puga

Address: 7440 SW 50th Terrace, # 103
Miami, Fl. 33155

ARTICLE IX

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

Name: Carlos Jose Puga

Address: 7440 SW 50th Terrace, # 103
Miami, Fl. 33155

ARTICLE X

Indemnification: This corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

ARTICLE XI

The corporation shall have further right and power to:

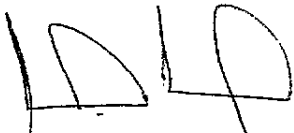
From time to time determine whether and to what extent and at what time and places, and under what conditions and regulations, the accounts and books of this corporation (other than the stock book) or any of them shall be open to inspection of stockholders; and no stockholder shall any right of inspecting any account book or document of this corporation except as conferred by statute, or unless authorized by a resolution of the stockholders or Board of Directors.

The corporation may in its by-laws confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both stockholders and directors shall have the power, if the by-laws so provide, to hold their respective meetings, and to have one or more offices within or without the State of Florida, and to keep the books of this corporation (subject to the provisions of the Statues of the State of Florida) outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereinafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

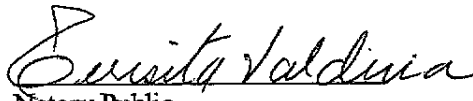
DATED THIS 8 of January , 1999.


_____)Seal)
Carlos Jose Puga

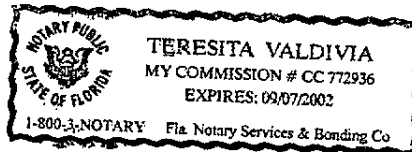
State of Florida]
] SS:
County of Dade]

BEFORE ME, the undersigned authority, personally appeared **Carlos Jose Puga**, personally known to me, and who executed the foregoing Certificate of Incorporation, and who acknowledges before me, according to law, that she made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami, Dade County, Florida, this 8 day of January, 1999.


Notary Public
State of Florida at Large

My Commission Expires:



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

*Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the under-
signed 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.*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 AM 10:31

1. The name of the corporation is: LYSYS, INC.

2. The name and address of the registered agent and office is:

CARLOS JOSE PUGA

(Name)

7440 SW 50th Terrace, #103

(P.O. Box NOT acceptable)

Miami, Florida 33155

(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
I am familiar with and accept the obligations of my position as registered agent.*

SIGNATURE

DATE

1/25/99