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DEBORAH K. HAUSMAN, P.A.

Attorney at Law

4400 NORTH FEDERAL HIGHWAY, SUITE 210

BOCA RATON, FLORIDA 33431

(561) 395-0560

(561) 395-0590 Facsimile

September 11, 1999

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

300002987123--0  
-09/14/99-01058-022  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Articles of Incorporation of  
INNOVATIVE CYBERSYSTEMS CORPORATION

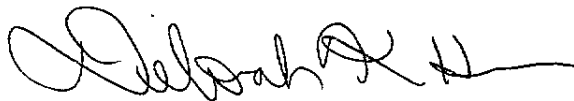
Dear Sir/ Madame:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for INNOVATIVE CYBERSYSTEMS CORPORATION for filing, along with a check in the amount of \$122.50 to cover the cost of same.

Kindly send a certified copy of the Articles back to me in the enclosed self addressed stamped envelope.

Thank you in advance for your anticipated courtesies. If you have any questions please feel free to contact the undersigned.

Very truly yours,



Deborah K. Hausman

DKH:ar

Enclosure

FILED  
99 SEP 14 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

6  
T BROWN SEP 21 1999

**ARTICLES OF INCORPORATION  
FOR  
INNOVATIVE CYBERSYSTEMS, CORPORATION**

**FILED**  
99 SEP 14 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber, Deborah K. Hausman, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation is: **INNOVATIVE CYBERSYSTEMS, CORPORATION.**

**ARTICLE II**

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida and shall have such powers as enumerated in Chapter 607, Florida Statutes, the Florida Corporation Act.

**ARTICLE III**

The total number of shares of stock which the corporation shall have authority to issue and which the corporation is authorized to have outstanding at any one time is Fifty Million (1,000,000) shares, which shares shall be common stock having a par value of one (.01) dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV**

Every shareholder, upon the sale for cash of any new shares 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 at the price at which it is offered to others.

**ARTICLE V**

This corporation shall have a perpetual existence unless sooner dissolved according to law.

## ARTICLE VI

The initial address of the principal office of the corporation shall be:

c/o Deborah K. Hausman, P.A.  
1900 Corporate Boulevard  
Suite 400 E  
Boca Raton, FL 33431

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

## ARTICLE VII

The corporation shall have three (3) directors initially. The number of Directors may be altered, from time to time, by By-Laws adopted by the Shareholders, however, the corporation shall have no less than one (1) Director at any time.

## ARTICLE VIII

The names and post office address of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are chosen, shall be:

Kevin Waltzer  
2865 S Eagle Rd.  
P.O. Box 393  
Newtown, Pa. 18940

John J. Russell  
9781 Horseshoe Lane  
Aurora, IN 47001

Deborah K. Hausman  
1900 Corporate Boulevard  
Suite 400 E  
Boca Raton, FL 33431

## ARTICLE IX

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

Deborah K. Hausman  
1900 Corporate Boulevard  
Suite 400 E  
Boca Raton, FL 33431

## ARTICLE X

The corporation shall indemnify any officers or directors or any former officers or directors to the

full extent permitted by law.

#### **ARTICLE XI**

The name and street address of the initial registered agent of the corporation is:

Deborah K. Hausman  
1900 Corporate Boulevard  
Suite 400 E  
Boca Raton, FL 33431

#### **ARTICLE XII**

These Articles of Incorporation may be amended or repealed as provided by law.

#### **ARTICLE XIII**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone communication and as otherwise provided by law.

#### **ARTICLE XIV**

The initial officers of the corporation are:

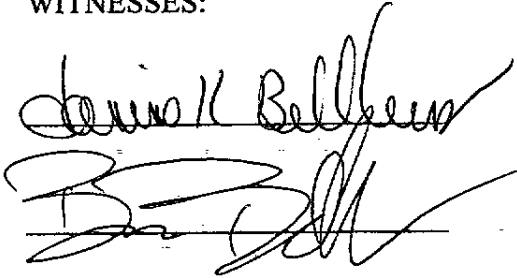
Kevin Waltzer	-	PRESIDENT
John J. Russell	-	TREASURER
Deborah K. Hausman	-	SECRETARY

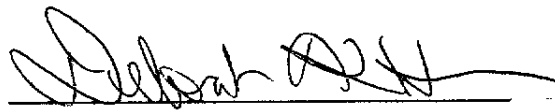
#### **ARTICLE XV**

The corporation's existence will commence upon the filing of the Articles of Incorporation.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true on this 13<sup>th</sup> day of September, 1999.

WITNESSES:

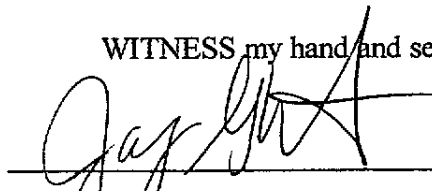
  
Dennis K. Bell


  
Deborah K. Hausman

STATE OF FLORIDA                     )  
COUNTY OF PALM BEACH         )

BEFORE ME personally appeared Deborah K. Hausman, to me personally known, and who executed the foregoing instrument and acknowledged that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 13 day of September, 1999.

  
Notary Public, State of Florida  
Commission No. CC826115

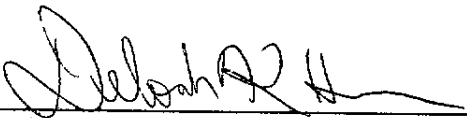
 Jaclyn G Muskat  
My Commission CC826115  
Expires April 12, 2003

**DESIGNATION OF REGISTERED OFFICE  
AND REGISTERED AGENT  
AND ACCEPTANCE THEREOF**

**FILED**  
99 SEP 14 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607, Florida Statutes, the following is submitted:

1. INNOVATIVE CYBERSYSTEMS OF FLORIDA, CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the city of Boca Raton, County of Palm Beach, State of Florida, has named Deborah K. Hausman located at 1900 Corporate Boulevard, Suite 400 E, Boca Raton, Florida, 33431 as its agent to accept Service of Process within this State.
2. Having been named as registered agent and to accept service of process for the above stated corporation at the address designated in this certificate pursuant to the provisions of section 607, Florida Statutes, 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.

  
Deborah K. Hausman  
Registered Agent

9/13/99  
Date