

P99000092977

SKYBRIDGE SYSTEMS, INC.

4460 38TH WAY SOUTH

ST. PETERSBURG, FLORIDA 33711

October 15, 1999

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

600003019316--7  
-10/20/99--01034--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To Whom It May Concern:

Enclosed are the Articles of Incorporation for SkyBridge Systems, Inc. to be filed with your office. Included also, is a check of \$78.75 to cover the necessary costs of the Filing Fee and Certificate for a corporation in the State of Florida.

Please return copies of the recorded documents to my attention at the following address:

Janice Lee Alexander  
SkyBridge Systems, Inc.  
4460 38th Way South  
St. Petersburg, Florida 33711

Please call at 727-864-1622 if there is any problem with this application.

Sincerely,

*Janice Lee Alexander*

Janice Lee Alexander  
SkyBridge Systems, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 20 PM 5:38

PHONE: (727) 864-1622

FAX: (727) 865-0369

SKYBRIDGEINC@AOL.COM

*J. 10/21/99*

EFFECTIVE DATE

10/18/99

ARTICLES OF INCORPORATION

for

SkyBridge Systems, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 OCT 20 PM 5:38

The undersigned subscribers to these articles of incorporation are under no disability and are competent to form this corporation under the Florida Business Corporation Act and under the laws of the State of Florida.

**Article I. Name**

The name of the corporation shall be: SkyBridge Systems, Inc.

**Article II. Initial Address & Registered Agent**

The principal place of business and mailing address of SkyBridge Systems, Inc. is:

4460 38<sup>th</sup> Way South  
St. Petersburg, Florida 33711

or at such other place within or without of the State of Florida as may be designated by the Board of Directors.

The corporation hereby designates Janice Lee Alexander as its initial registered agent at said address noted above.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated above, 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.

*Janice Lee Alexander*

Janice Lee Alexander

10/18/99

Date

**Article III. Duration**

The duration of the corporation shall be perpetual.

**Article IV. Nature of Business**

The general nature of the business to be transacted by this corporation is any and all lawful business for which corporations may be incorporated in under the Corporation Act of the laws of the State of Florida.

## **Article V. Capital Stock**

The corporation shall have authority to issue 100,000 shares of stock with no stated or par value.

## **Article VI. Directors and Officers**

The corporation's initial Board of Directors shall consist of two directors who shall be directly responsible to the stockholders until such time as a new board may be selected. The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one. The names and addresses of the initial directors and officers are as follows:

Janice Lee Alexander, President & Treasurer  
SkyBridge Systems, Inc.  
4460 38<sup>th</sup> Way South  
St. Petersburg, Florida 33711

Robert Lee Alexander, Vice-President & Secretary  
SkyBridge Systems, Inc.  
4460 38<sup>th</sup> Way South  
St. Petersburg, Florida 33711

## **Article VII. Stockholders**

The initial stockholders shall be the two Directors, Janice Lee Alexander and Robert Lee Alexander, with each assigned 25,000 shares respectively. The balance of 50,000 shares to be held by the corporation until such time as selected by the Board of Directors to be issued.

## **Article VIII. Incorporator**

The incorporators of SkyBridge Systems, Inc. are: Janice Lee Alexander and Robert Lee Alexander.

## **Article IX. Amendments**

The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment to them. Further, any right conferred upon the shareholders is subject to this revision.

## **Article X. Indemnification**

The corporation shall indemnify each and every officer and director, including former officers and directors, to the full extent permitted by law, against all expenses and liabilities, claims or levies including all costs of legal fees and/or legal counsel incurred or imposed upon the directors or officers in connection to any proceeding, action or payment of any settlement of any

kind related to being an officer or director of the corporation. All retainer, costs, and fees shall be immediately paid for the officer or director from corporate funds and/or guaranteed by the corporation, and the officer or director shall have no responsibility to reimburse or repay the corporation in any manner, not shall any salary, fees or compensation due the officers or directors be withheld or offset in any manner. The foregoing rights shall be in addition to and not exclusive of all other rights to which such officers and directors may be entitled.

#### **Article XI. Rights of Initial Directors**

The initial directors shall have the right to be directors and officers of the corporation so long as they remain stockholders, or represent a stockholder in any general partner or beneficial capacity of the corporation. By acquiring stock in this corporation each shareholder agrees to abide by this right and to elect the initial directors named in these articles of incorporation to the office of directors and officers as long as those directors remain shareholders and/or represent a shareholder of the corporation. This corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, or by the Articles of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation. The Articles of Incorporation may not be amended in any way without the written consent of the initial directors, Janice Lee Alexander and Robert Lee Alexander, or their successors.

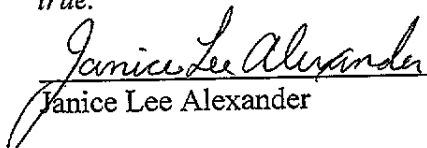
#### **Article XII. Bylaws**

The power to adopt, alter, amend and repeal the bylaws shall be vested in the Board of Directors; but all alterations, amendments and repeals of the bylaws must be approved by majority vote relative to their respective voting power, of the shareholders.

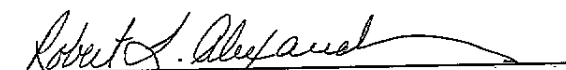
#### **Article XIII. Commencement of Corporate Existence**

In accordance with Section 607.167 of the Florida Statutes, the date when corporate existence of SkyBridge Systems, Inc. shall commence is the date of subscription and acknowledgement of these articles of incorporation.

*We, the undersigned, being the Incorporators hereinbefore named for the purpose of forming a corporation pursuant to the General Corporation Laws of the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.*

  
Janice Lee Alexander

10/18/99  
Date

  
Robert Lee Alexander

OCTOBER 18, 1999  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 OCT 20 PM 5:38