# TRANSMITTAL LETTER

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

12/10/99--01010--002 \*\*\*\*\*78.75 \*\*\*\*\*78.75

PYLOS SYSTEMS. SUBJECT:\_

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

\$70.00 filing fee

X \$78.75 filing fee & certificate

\$122.50 filing fee & certified copy

\$131.25 filing fee, certified copy & certificate

/\*\*ADDITIONAL COPY REQUIRED\*\*/ /\*\*\*\*\*FOR THE ABOVE TWO\*\*\*\*\*/

**FROM:** 

Name:

Stephen J.

Address:

121 West Chapman Road

City, State, Zip: Oviedo, Florida

32765

Day phone #:

(407)365-8795

NOTE: The original and one copy of the articles are provided.

Thank you,

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#### ARTICLES OF INCORPORATION

OF

PYLOS SYSTEMS, INC.

SO DEC -O PAIL

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 this corporation is:
PYLOS SYSTEMS, INC.

# ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activities or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows:

One thousand (1,000) shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property or any other form deemed satisfactory by the board of directors.

#### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less that five hundred dollars (\$500.00).

#### ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

### ARTICLE VI. ADDRESS

The initial street address of the principal office of the corporation in the State of Florida shall be:

996 Westwood Square Suite 3 Oviedo, Florida 32765

The board of directors may from time to time move the principal office to any other place or places as may be designated by the board of directors.

#### ARTICLE VII. DIRECTORS

This corporation shall have two directors 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.

At all times during which this corporation is authorized to have one director, the term "board of directors" as used herein shall mean the one (or more) director of this corporation.

#### ARTICLE VIII. DIRECTORS' POWERS

The board of directors shall have the power to fix or change salaries of the directors as directors and as officers, to restrict the transfer of stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions, to permit contracts or other transactions between the corporation and one or more of its directors individually or business in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by the stockholders.

#### ORIGINAL DIRECTORS ARTICLE IX.

The names and street addresses of the members of the first board of directors are:

Stephen J. Ratcliff 121 West Chapman Road Oviedo, Florida 32765 Richard F. Coleman 1243 Walker Circle E. Lakeland, Florida 33805

#### ARTICLE X. SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is: Stephen J. Ratcliff 121 West Chapman Road Oviedo, Florida 32765

## ARTICLE XI. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the office registered for the corporation shall be c/o

996 Westwood Square Suite 3 Oviedo, Florida 32765
The initial registered agent shall be

Stephen J. Ratcliff

**AMENDMENTS** ARTICLE XII.

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned subscriber, have hereunto set my hand and seal, this adday of November 1999 for the purpose of forming this corporation under the laws of the State of Florida, and do hereby make and file in the office of the Secretary of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

STATE OF FLORIDA COUNTY OF SEMINOLE

I hereby certify that on this day, before me, a notary public, duly authorized in the state and county named above to take acknowledgements, personally appeared me known to be the person described as subscriber in and who executed the foregoing Article of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

> Sworn to and subscribed before me this 22 day of Notember 1999, by Stephen J. Ratcliff

> > (Notary signature)

Notary Public, State of Florida Produced identification \_\_\_\_ a drivers' license ID number Florida/

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Debra Pacha Guyot Notary Public, State of Florida Commission No. CC 562854 My Commission Exp. 06/18/2000

#### REGISTERED AGENT/ REGISTERED OFFICE



Pursuant to the provisions of section 607.325, Florida statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/registered agent, in the State of Florida.

1. The name of the corporation is:

PYLOS SYSTEMS, INC.

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

Stephen J. Ratcliff 996 Westwood Square Suite 3

Oviedo, Florida 32765

Signatuke

Title

Date

22,1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATURES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCES OF MY DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

**SIGNATURE** 

DATE