MASTERS CHARLES G

Form 3

January 27, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

response...

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Estimated average burden hours per

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

MASTERS CHARLES G

(Last)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

01/18/2006

CYTATION CORP [CYON]

(First) (Middle)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

4902 EISENHOWER BLVD., SUITE 185

(Street)

(Check all applicable)

X Director _X__ Officer

PRESIDENT & CEO

X 10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

TAMPA, FLÂ 33634

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Date Exercisable

Expiration Title Date

Amount or Number of Shares

Security: Derivative Security Direct (D) or Indirect

(I)

(Instr. 5)

SERIES B CONVERTIBLE PREFERRED STOCK

 $\hat{A} \stackrel{(1)}{=} \qquad \hat{A} \stackrel{(1)}{=} \qquad \begin{array}{c} COMMON \\ STOCK \end{array}$

<u>(2)</u> \$ <u>(1)</u>

D Â

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MASTERS CHARLES G 4902 EISENHOWER BLVD. SUITE 185

 $\hat{A} X \qquad \hat{A} X \qquad \hat{A} PRESIDENT \& CEO \quad \hat{A}$

TAMPA, FLÂ 33634

Signatures

/s/ CHARLES G. MASTERS

01/26/2006

**Signature of Reporting

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
 - Within forty-five days after January 18, 2006, each share of Series B Convertible Preferred Stock will automatically convert to one
- (1) hundred shares of Common Stock. No consideration, other than surrendering certificates evidencing ownership of Series B Convertible Preferred Stock is required for conversion.
- (2) The reporting person directly holds 14,300 shares of Series B Convertible Preferred Stock, which convert to 1,430,000 shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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