

F98000003515

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Synergy Corporate Technology Ltd.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

James Beck
(Name of Person)
Synergy Corporate Technology Ltd.
(Firm/Company)
19 Ketchum St.
(Address)
Westport, CT 06880
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

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-05/01/98-01091--001
*****70.00 *****70.00

James Beck at (203) 221-6465 W98-9893
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

98 JUN 22 AM 10:23

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 26, 1998

JAMES BECK
SYNERGY CORPORATE TECHNOLOGY LTD.
19 KETCHUM ST.
WESTPORT, CT 06880

SUBJECT: SYNERGY CORPORATE TECHNOLOGY LTD.
Ref. Number: W98000009893

We have received your document for SYNERGY CORPORATE TECHNOLOGY LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

A photocopy of the certificate of existence is not acceptable.

Please return 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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 098A00029205

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 4, 1998

JAMES BECK
SYNERGY CORPORATE TECHNOLOGY LTD.
19 KETCHUM ST.
WESTPORT, CT 06880

SUBJECT: SYNERGY CORPORATE TECHNOLOGY LTD.
Ref. Number: W98000009893

We have received your document for SYNERGY CORPORATE TECHNOLOGY LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 698A00024216

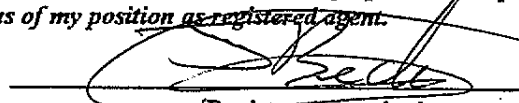
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DIVISION OF CORPORATIONS
98 JUN 22 AM 10:23

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Synergy Corporate Technology Ltd. (INC.)
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 06-1448451
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/95 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 19 Ketchum St., Westport, CT 06880
(Current mailing address)
8. Supply & maintenance of computer system
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: James Beck
- Office Address: 1900 Glades Rd., Ste. 201
Boca Raton, Florida, 33431
(Zip code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: James Beck
Address: 150 Brentwood Ave.
Milford, CT 06432

Vice Chairman: _____

Address: _____

Director: Steven Unsworth

Address: 49 Lawrence Ave.

Milford, CT 06460

Director: Michael Beck

Address: 200 Island Blvd.

Williams Island, FL 33160

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: James Beck

Address: 150 Brentwood Ave.

Milford, CT 06432

Vice President: Steven Unsworth

Address: 49 Lawrence Ave.

Milford, CT 06460

Secretary: Michael Beck

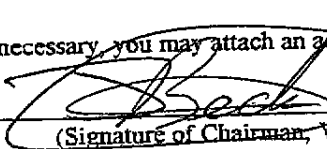
Address: 200 Island Blvd.

Williams Island, FL 33160

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. James Beck, Chmn./Pres.
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State PAGE 1

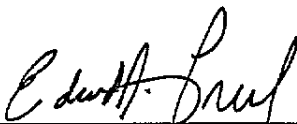
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "SYNERGY CORPORATE TECHNOLOGIES LTD.", FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 1995, AT 4 O'CLOCK P.M.

FILED
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DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

9133644

AUTHENTICATION:

DATE:

06-11-98