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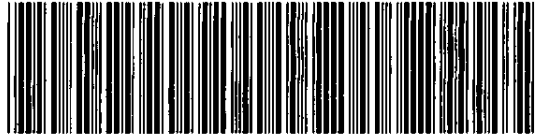
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10/13/09

MURPHY'S LAW FIRM, P.A.

2040 POLK STREET
HOLLYWOOD, FLORIDA 33020

9 July 2009
VIA MAIL

ATTN: New Filings
FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Synergy Outdoor Adventure Resources, Inc. – conversion to NFP

Dear Gentlemen and Ladies:

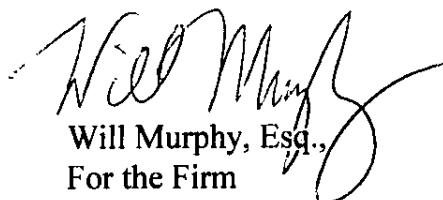
I have enclosed an original and two (2) copies of the Articles of Incorporation for Synergy Outdoor Adventure Resources, Inc., a NFP corporation, including an original and two (2) copies of the Acceptance by Registered Agent for said corporation, and a check for \$87.50 for the following:

1) Not-for-profit corporation filing fee	\$35.00
2) Registered Agent Designation	\$35.00
3) Certificate of Status	\$ 8.75
4) Certified Copy	<u>\$ 8.75</u>
TOTAL	\$87.50

I am the incorporator and sole shareholder of Synergy Outdoor Adventure Resources, Inc., which is organized as a for profit corporation. I am converting Synergy Outdoor Adventure Resources, Inc. from a profit corporation to a not-for-profit corporation, and wish to keep everything (e.g. FEI) the same. I hereby "dissolve" the existing, for profit company effective on the formation of the not for profit corporation and do not intend to revoke the dissolution. I am sending this letter and the accompanying articles pursuant to directions from your office.

If you have any questions as to the above, please do not hesitate to contact me. Thank you for your attention to this matter.

Sincerely,


Will Murphy, Esq.,
For the Firm

enc.

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 16, 2009

MURPHY'S LAW FIRM, P.A.
2040 POLK STREET
HOLLYWOOD, FL 33020

SUBJECT: SYNERGY OUTDOOR ADVENTURE RESOURCES, INC.
Ref. Number: W09000032744

We have received your document for SYNERGY OUTDOOR ADVENTURE RESOURCES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We are enclosing the proper form(s) with instructions for your convenience.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 409A00024535

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**ARTICLES OF INCORPORATION
OF
SYNERGY OUTDOOR ADVENTURE RESOURCES, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION**

ARTICLE I: CORPORATE NAME

The name of this corporation is Synergy Outdoor Adventure Resources, Inc.

ARTICLE II: PRINCIPAL ADDRESS/MAILING ADDRESS

The mailing address of the principal office of the corporation shall be 2040 Polk Street, Hollywood, FL 33020.

ARTICLE III: PURPOSE AND POWERS

The general nature of the activities to be engaged in by this corporation are charitable and educational, and include promoting leadership, teamwork, fitness, wellness and an appreciation for natural resources through outdoor activities such as adventure racing and dragon boat racing and training for such amateur sports, and may include, to the extent permitted by section 501(c)(3) of the Internal Revenue Code, sponsorship or support of teams and individuals engaged in such sports, and any and all activities permitted under section 501(c)(3) of the Internal Revenue Code. This corporation will not have as a substantial purpose the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in any political campaign on behalf of or in opposition to any candidate for public office, nor shall this corporation carry on activities not permitted to a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or not permitted to a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding sections of the federal tax code as it may be amended.

ARTICLE IV: BOARD OF DIRECTORS/MANNER OF ELECTION

In the event of a vacancy on the Board, the President/CEO shall nominate one or more replacement directors. A majority of the remaining directors shall approve of the replacement. The Board may increase or, to the extent permitted by law, decrease the number of directors by a three-fourths majority vote.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence. Upon any dissolution of this corporation, any assets of this corporation shall be distributed for the purposes set forth in

Article III above, to an entity exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding sections of the federal tax code as it may be amended.

ARTICLE VI: INITIAL REGISTERED AGENT

The Registered Agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Will Murphy
2040 Polk Street
Hollywood, FL 33020

ARTICLE VII: INITIAL DIRECTORS

The names and street addresses of the initial directors are as follows:

Will Murphy – President/CEO/Treasurer/Director
2040 Polk Street
Hollywood, FL 33020

William F. Murphy – Director
152 NE 167th Street, Suite 300
North Miami Beach, FL 33162

Kristin Deffler – Secretary/Director
2040 Polk Street
Hollywood, FL 33020

Officers and directors shall not be entitled to any portion of the net earnings of this corporation, although the corporation may reasonably compensate them for services rendered.

ARTICLE VIII: INCORPORATOR


The name and street address of the person signing these Articles of Incorporation as Incorporator are as follows:

Will Murphy
2040 Polk Street
Hollywood, FL 33020

ARTICLE IX: AMENDMENT

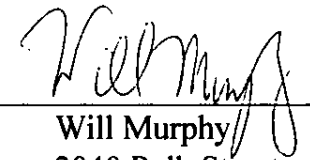
These Articles of Incorporation may be amended in the manner provided by law. Any amendment must be approved by a two-thirds vote of the Board of Directors to be effective.

IN WITNESS WHEREOF the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 9th day of July 2009.


Will Murphy

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as registered agent.

X 
Will Murphy
2040 Polk Street
Hollywood, FL 33020

9 July 2009
Date

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