

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Dynergetics, Inc.

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*****70.00 *****70.00

<input checked="" type="checkbox"/>	Art of Inc. File <u>Photo</u>	00 FEB -9 AM 10:28 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	00 FEB -9 AM 9:43 RECEIVED DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input checked="" type="checkbox"/>	Cert. Copy	
<input checked="" type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
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<input type="checkbox"/>	Courier	

Signature _____

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Name _____ Date _____ Time _____

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**ARTICLES OF INCORPORATION
OF
DYNERGETICS, INC.**

THE UNDERSIGNED, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is DYNERGETICS, INC.

SECOND: The period of the corporation is perpetual.

THIRD: The purpose for which the corporation is organized is for any activity or business permitted under the laws of the United States and of this State.

FOURTH: Authorized Shares.

NUMBER: The aggregate number of shares that the corporation shall have the authority to issue is 300 shares of Capital Stock with a par value of \$1.00 per share.

DIVIDENDS: The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property or in shares of the capital stock of the corporation.

NO CLASSES OF STOCK: The shares of the corporation are not to be divided into classes.

NO SHARE IN SERIES: The corporation is not authorized to issue shares in series.

FIFTH: The principal office of the Corporation shall be at 574 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34984.

SIXTH: The name and address of the initial registered agent and office is Walter Benedikter, 574 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34984

SEVENTH: The initial board of directors shall consist of 2 members who need not be (a) resident(s) of the State of Florida.

EIGHTH: The name and address of the person(s) who shall serve as director(s) until the first annual meeting of shareholders, or until (a) successor(s) *is/are* elected and qualified, *is/are* as follows:

NAME

ADDRESS

Walter Benedikter

574 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34984

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TALLAHASSEE FLORIDA

Francesco Benedikter 574 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34984

NINTH: The name(s) and address(es) of the initial incorporator(s) *is/are* as follows:

NAME

ADDRESS

Walter Benedikter 574 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34984

TENTH: The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

ELEVENTH: The Bylaws of the Corporation are to be made, altered or rescinded by the Member(s) of the Board of Directors.

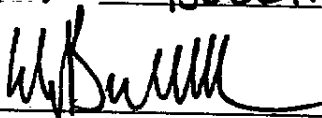
TWELFTH: The officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until his/their successor(s) is/are elected or qualified shall be as follows:

NAME

ADDRESS

Walter Benedikter 574 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34984
President, Treasurer, Secretary

IN WITNESS HEREOF, the Undersigned has made and subscribed to these Articles of Incorporation at Stuart, Florida, on this 9 day of DECEMBER 1999.



Walter Benedikter

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared Walter Benedikter, who did produce PERS. KNOWN as identification, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Stuart, Florida in said County and State this 9th day of December, ~~1998~~ 1999.


NOTARY PUBLIC
My Commission Expires:

I HEREBY ACCEPT APPOINTMENT AS THE REGISTERED AGENT



Walter Benedikter

REGISTERED OFFICE: 574 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34984

OLIVER H. HARRIS
Notary Public, State of Florida
My comm. exp. June 13, 2003
Comm. No. CC845709

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