HOWARD W. POZNANSKI ATTORNEY AT LAW

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Admitted to practice in Florida, Colorado & Washington, D.C.

November 27, 2000

Department of State Division of Corporations Corporate Filings P.O. Box 6372 Tallahassee, Florida 32314

RE: Incorporation of: SYNERGY CAY, INC.

Dear Sir or Madam:

Enclosed herewith please find the following:

- 1. Original and 2 copies of articles of incorporation for SYNERGY CAY, INC.
- Original and 2 copies of certificate of resident agent.
- 3. Payment to the Florida Secretary of State, Division of Corporations, in the sum of \$78.75.

Upon receipt of the aforesaid enclosures, please file the articles of incorporation and return a true copy and certified copy to me. Also, please provide me with your letter acknowledging/confirming incorporation, as well as a receipt for payment.

Should you have any questions, as always, please feel free to call

Very truly yours

Howard Poznanski, Esquire

enclosures

HWP/

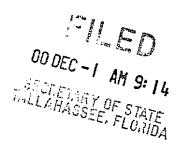
cc: Mr. Yair Argov

Ms. Colleen Tighe

ARTICLES OF INCORPORATION

FOR

SYNERGY CAY, INC.



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

The name of the corporation is:

SYNERGY CAY, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

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

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, having no par value.

ARTICLE IV

The amount of capital with which this corporation shall begin is One Hundred (\$100.00) Dollars.

ARTICLE V

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The initial post office address of the principal office of this corporation, in the State of Florida, is:

5 Independence Court
Deerfield Beach, Florida 33442

ARTICLE VI

The initial Registered Resident Agent for the corporation is:

Yair Argov c/o
5 Independence Court
Deerfield Beach, Florida 33442

ARTICLE VII

The directors, officers, or shareholders may, from time to time, relocate the principal office of this corporation to any other address in Florida.

ARTICLE VIII

This corporation shall have at least one (1) director initially, but the number of the directors may be increased or decreased from time to time, by by-laws adopted by the stockholders, but shall never been less than one (1).

ARTICLE IX

The name and post office address of the first Board of Directors and Officers are:

NAME	 ADDRESS	<u>OFFICE</u>
Yair Argov	 5 Independence Court Deerfield Beach, FL. 33442	Director Treasurer
Colleen Tighe	5 Independence Court Deerfield Beach, FL. 33442	Director President

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ARTICLE X

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the to the Stockholders, and approved at a stockholder's meeting, by a majority of the stock entitled to vote thereon.

VAIR ARG

COLLEEN TIGHE

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STATE OF FLORIDA _

SS

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Yair Argov and Colleen Tighe, to me known to be the person described herein, as subscribers, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the State and County named above, this 22nd day of November, 2000.

NOTARY PUBLIC STATE OF FLORIDA

My Commission Expires:

Affiants are personally known

_ Affiants have produced the following identification

CERTIFICATE OF RESIDENT AGENT

PURSUANT TO SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST: That SYNERGY CAY, INC.

desiring to organize under the laws of the State of Florida, with

its principal place of business as indicated in the Articles of

Incorporation, in the County of Palm Beach, State of Florida, has

Yair Argov 5 Independence Court Deerfield Beach, Florida 33442

as its agent to accept service of process within this state.

name:

ACKNOWLEDGEMENT:

Having been made to accept service of process for the above stated corporation, at place designated, in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act, relative to keeping open said office.

Yair Mgbv