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#### Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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#### FLORIDA PROFIT CORPORATION OR P.A.

Synergy Asset Management, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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#### **ARTICLES OF INCORPORATION**

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#### SYNERGY ASSET MANAGEMENT, INC.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLES I. NAME

The name of this corporation is Synergy Asset Management, Inc.

ARTICLES II.
PURPOSE

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

### ARTICLES III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock at 10/100 (\$.10) Dollars per share par value.

This instrument was prepared Nancy C. Haire P. O. Box 15707 St. Petersburg, FL 33733 (727) 323-4000 ext. 4417

G:\CORPORATE\SYNERGY ASSET MANAGEMENT, INC/ARTICLES OF INCORPORATION.DOC\JUNE 13, 2001

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#### ARTICLES IV. DURATION

This corporation is to exist perpetually.

# ARTICLES V. PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 3300 Henderson Blvd., Suite 106, Tampa, FL, Hillsborough County, Florida 33609-2978.

The name and street address of the initial registered agent of the corporation in the State of Florida is Douglas E. Weber at 3300 Henderson Blvd., Suite 106, Tampa, FL, Florida 33609-2978: The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

### ARTICLES VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have two (2) directors, the names of whom are as follows:

Douglas E. Weber Eileen K. Weber 1109 Abbeys Way, Tampa FL 33602 1109 Abbeys Way, Tampa FL 33602

#### ARTICLES VII. INCORPORATORS

The name and address of the incorporator of this corporation is:

Nancy C. Haire

360 Central Avenue, St. Petersburg, FL 33701

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#### ARTICLES VIII. OFFICERS

The names and addresses of the officers of this corporation are as follows:

Douglas E. Weber,

1109 Abbeys Way, Tampa FL 33602

President/Treas./Sec.

# ARTICLES IX. COMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

#### ARTICLES X. BY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

### ARTICLES XI. INDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

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#### ARTICLES XII. AMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

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

Dated this 13th day of June, 2001.

Douglas E. Weber , Registered Agent.

Dated this 13th day of June, 2001.

Nancy C. Haire, Incorporator

SECRETARY OF STATE DIVISION OF CORPORATIONS

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