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June 20, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 323995t

Re: Multisync Systems, Inc.

Gentlemen:

Enclosed are:

1. Articles of Incorporation
2. Certificate Designating Registered Agent and Address
3. My check for \$87.50, covering \$35.00 filing fee, \$35.00 designation of registered agent, \$8.75 for certified copy of articles and \$8.75 for Certificate of Good Standing.

Please call me if there are any questions or problems or you need anything in addition to the above.

Your courtesy and cooperation are appreciated.

Sincerely,

SL Seftenberg

Stephen L. Seftenberg
Enclosures

cc: Mr. John Potts
multisync/letters/corporation divisions 010620

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch JUN 27 2001

**ARTICLES OF INCORPORATION
OF**

MultiSync Systems, Inc.

ARTICLE I

NAME

The name of this corporation is MultiSync Systems, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence, commencing on the date of this filing of these Articles with the Florida Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value voting common stock.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new shares of this corporation, shall have the right to purchase his or her *pro rata* share thereof, as nearly as may be done without issuance of fractional shares, at a price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered principal office of this corporation is 21000 Boca Rio Road, Suite 21A, Boca Raton, FL 33433 and the name of the initial registered agent of this corporation is John W. Potts, III.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws. The name and addresses of the initial Board of Directors of this corporation is:

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TALLAHASSEE FLORIDA

John W. Potts, III
21000 Boca Rio Road, Suite 21A
Boca Raton, FL 33433

Robert Brooks
21000 Boca Rio Road, Suite 21A
Boca Raton, FL 33433

**ARTICLE VIII
INCORPORATOR**

The name and address of the incorporator signing these articles is John W. Potts, III,
21000 Boca Rio Road, Suite 21A, Boca Raton, FL 33433.

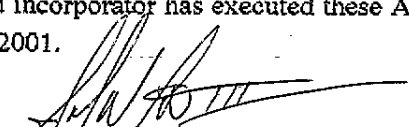
**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director, to
the full extent permitted by law.

**ARTICLE X
AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these
Articles of Incorporation, or any amendment thereto, by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation on this 31 day of MAY, 2001.

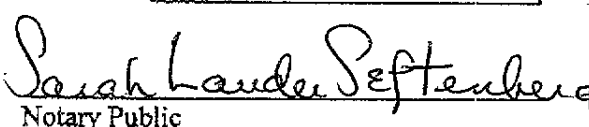


John W. Potts, III

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 31st day of
May, 2001, by JOHN W. POTTS, III, who is ☒ personally known to me or who
produced his ☐ driver's license or ☐ voter registration card ☐
as identification.

[NOTARY]
[SEAL]



Notary Public

This document prepared by:
Stephen L. Seftenberg, Esq.
2800 North Flagler Drive, #205
West Palm Beach, FL 33407
Telephone: (561) 804-9970
Facsimile: (561) 804-9518
Florida Bar No: 805246
potts john w./mktsync/articles of incorporation

 Sarah Lauder Seftenberg
Commission # CC 757084
Expires July 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR SERVICE
OF PROCESS WITHIN FLORIDA AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

JOHN W. POTTS, III, desiring to incorporate MULTISYNC SYSTEMS, INC., and qualify under the laws of the State of Florida, with its principal place of business located at 21000 Boca Rio Drive, Boca Raton, FL 33433, has named JOHN W. POTTS, III, as its agent to accept service of process within Florida.

Dated: 5/31, 2001


JOHN W. POTTS, III, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


JOHN W. POTTS, III, Registered Agent

This Certificate prepared by:
Stephen L. Seftenberg, Esq.
2800 North Flagler Drive
Suite 205
West Palm Beach, FL 33407
Telephone: (561) 804-9970
Facsimile: (561) 804-9518
Florida Bar No: 805246

potts john w./MultiSync/certificate of registered agent

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TALLAHASSEE FLORIDA