

**CAPITAL CONNECTION, INC.**

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*P020000063150*

*Syn Tech Inc Group, Inc.*

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-06/05/02--01034--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_\_ Cert. Copy \_\_\_\_\_
- ☒ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

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**ARTICLES OF INCORPORATION  
OF  
SYNTECHNIC GROUP, INC.**

**ARTICLE I - NAME AND PRINCIPAL ADDRESS**

The name of the corporation is Syntechnic Group, Inc., and the principal address and principal place of business is P. O. Box 600, Indian Rocks Beach, Florida 33785-0600.

**ARTICLE II - REGISTERED OFFICE AND AGENT**

The address of its registered office in the State of Florida is c/o STEVEN W. MOORE, P.A., 8200 Bryan Dairy Road, Suite 300, in the City of Largo, County of Pinellas, Florida 33777. The name of its registered agent at such address is Steven W. Moore.

**ARTICLE III - PURPOSE**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

**ARTICLE IV - AUTHORIZED SHARES OF STOCK**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time of One Million (1,000,000) shares of Class A voting stock having a par value of \$.01 per share and One Million (1,000,000) shares of Class B non-voting stock having a par value of \$.01 per share. The Corporation shall have a perpetual right to redeem from the holders of the Class B non-voting stock any and all of the issued and outstanding shares of the Class B non-voting stock at par value.

**ARTICLE V - PREEMPTIVE RIGHTS**

Each of the initial Class A Shareholders of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro-rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; and

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or

pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Initial Shareholder who does not exercise it and pay for the shares preempted within twenty (20) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Initial Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Initial Shareholder.

#### **ARTICLE VI - BOARD OF DIRECTORS**

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

##### **NAME**

##### **MAILING ADDRESS**

Robert L. Linderman

P. O. Box 600  
Indian Rocks Beach, Florida 33785-0600

James W. Northam

P. O. Box 600  
Indian Rocks Beach, Florida 33785-0600

Robert A. Dantowitz

P. O. Box 600  
Indian Rocks Beach, Florida 33785-0600

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

#### **ARTICLE VII - AMENDMENTS**

The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

#### **ARTICLE VIII - INCORPORATOR**

The incorporator is Steven W. Moore, whose mailing address is c/o STEVEN W. MOORE, P.A., 8200 Bryan Dairy Road, Largo, Florida 33777.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 3rd day of June, 2002.

By: 

Steven W. Moore, Esquire  
Incorporator

#### **Acknowledgment of Registered Agent**

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By: 

Steven W. Moore, Esquire  
Registered Agent