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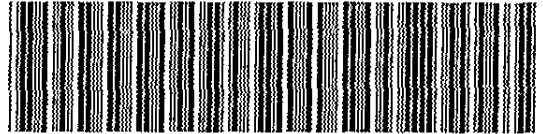
(Business Entity Name)

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TRANSMITTAL LETTER

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2003 SEP 12 PM 12:45

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Synergy Rehab Technologies, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee  
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy  
 \$87.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

FROM: Paul Barattiero  
Name (Printed or typed)

2701 Wortham Lane  
Address

Kissimmee, FL 34744  
City, State & Zip

407-344-8440  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**Articles of Incorporation  
Of  
Synergy Rehab Technologies, 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 - CORPORATION NAME**

The name of this corporation shall be SYNERGY REHAB TECHNOLOGIES, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business/ mailing address is:

2701 Wortham Lane, Kissimmee, FL, 34744.

**ARTICLE III - PURPOSE**

This Corporation is organized to engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE IV - CAPITOL STOCK**

This corporation is authorized to issue TWO THOUSAND shares (2000) of "No Par Value" (\$0.00) Common Stock, which shall be designated "Common Shares".

**ARTICLE V - SALE OF CAPITOL STOCK**

This corporation authorizes the sale of common stock at a future time if the owner(s) of said common stock want to sell their share(s). Existing share(s) can be purchased or sold one at a time or all at once, if agreed by all owners, at an equitable value of the share(s) at that time. The value per share will be based on the total revenue of the preceding one (1) year divided by the number of total shares of the corporation. The said stock can only be sold or purchased by an existing shareholder unless unanimously agreed upon by all share holders.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The individuals below shall serve as the initial Board of Directors until December 31, 2003. Thereafter, elections shall be held in accordance with the provisions set forth in the by-laws. The name and address of each is as follows:

Paul A. Baratticro, 2701 Wortham Lane, Kissimmee, FL, 34744, USA

Laura Shantz, 110 Burnside Way, Kissimmee, FL, 34744, USA

Fredrick Nelson, 2763 Bodwell Rd., Vernon, BC, V1B3A8, CAN

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**ARTICLES VII – REGISTERED AGENT**

The initial registered agent and mailing address of the corporation is:

Paul A. Barattiero, 2701 Wortham Lane, Kissimmee, FL 34744

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I hereby acknowledge and accept appointment as Initial Registered Agent:

*Paul A. Barattiero*

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Signature

**ARTICLE VIII – DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon dissolution, all assets of Synergy Rehab Technologies, Inc. shall be distributed to current share holders. All assets will be liquidated and then distributed to share holders after all debts, liabilities, responsibilities, liens, encumbrances, etc. are satisfied unless shareholders mutually agree otherwise.

**ARTICLE IX – AMENDMENT OF ARTICLES OF INCORPORATION**

Except as noted herein, amendments to these Articles of Incorporation must be initiated by the Board of Directors, must be approved by a majority vote of the Board of Directors. The Board of Directors may amend these Articles of Incorporation to do the following:

1. To delete the name and addresses of the initial registered agent or registered office if a statement of change is on file with the Secretary of State.
2. To change the corporate name by substituting the word "corporation", "incorporated", "company", or the abbreviation "corp", for a similar word or abbreviation in the name or by adding, deleting or changing a geographical attribution to the name.
3. To delete a mailing address of an annual report has been filed with the Secretary of State.

**ARTICLE X – OFFICERS AND DUTIES**

The corporate officers, procedures for their selection, and their corresponding duties shall be enumerated in the by-laws.

**ARTICLE XI – DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE XII – INCORPORATORS**

In Witness Whereof, I, Paul A. Barattiero, have executed these Articles of Incorporation in duplicate this 3<sup>rd</sup> day of September, 2003, and say:

That they are all incorporators herein; that I have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters we believe to be true.

*Paul A. Barattiero*

*September 3, 2003*

Paul A. Barattiero

Date