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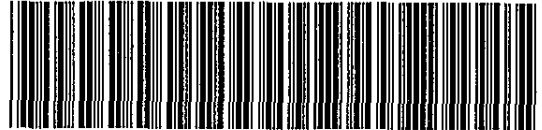
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THE LAW OFFICES OF
ZAMAKIS & ASSOCIATES, P.A.

THE CREXENT BUSINESS CENTERS
2881 E. OAKLAND PARK BLVD.
FT. LAUDERDALE, FLORIDA 33308

TELEPHONE (954) 315-1715

FACSIMILE (954) 229-1013

February 28, 2005

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

RE: SYNTAX-IT, INC.

Gentlemen:

Enclosed herewith are an original and two (2) copies of the Articles of Incorporation for SYNTAX-IT, INC. along with our check in the amount of Seventy-Eight Dollars and Seventy-Five Cents (\$78.75) to cover filing fees and a certified copy, which should be returned to the incorporator.

Thank you for your time and assistance with this filing.

Sincerely yours,

ZAMAKIS & ASSOCIATES, P.A.



Vaios Zamakis, Esquire

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**ARTICLES OF INCORPORATION
OF
SYNTAX-IT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, whose name is hereunto subscribed, make this certificate for the purpose of forming a corporation to be known as **SYNTAX-IT, INC.** and hereby associate ourselves together for the purpose of becoming such corporation for profit under the laws of the State of Florida for the purpose, and with the rights, powers and objects hereinafter set forth as follows:

**ARTICLE I
NAME**

The name of the corporation shall be **SYNTAX-IT, INC.**

**ARTICLE II
NATURE OF BUSINESS AND PURPOSES**

This corporation is organized for the following purposes:

- a. To engage in business consulting services for professional individuals and companies, in accordance and under the laws of the State of Florida.
- b. To invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investments, and to own real or personal property necessary for the rendering of such services.
- c. The Corporation may conduct or transact any business lawfully authorized and not prohibited by the Act as the same may be from time to time amended; provided, however, and notwithstanding the generality of the foregoing, the Corporation shall not

conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

ARTICLE III CAPITAL STOCK

- a. The Corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value common stock, which shall be designated Common Stock.
- b. All or any portion of the Common Stock may be issued in payment for real or personal property, past services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the Common Stock so to be issued as herein above set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the Board of Directors shall be the sole judge of the value of any property, right or thing acquired in exchange for Common Stock and its judgment of such value will be conclusive.
- c. Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase, the designations, preferences, voting powers or restrictions, or qualifications of voting powers, if such additional stock, in an amendment to its Articles of Incorporation.

ARTICLE IV TERM OF EXISTENCE

The date when corporate existence will commence upon the filing of these Articles of Incorporation, in with the provisions of Section 621 of the Act, and the Corporation will have perpetual existence thereafter.

**ARTICLE V
ADDRESS OF PRINCIPAL BUSINESS**

The initial street address of the principal office of this corporation in the State of Florida is: 5290 NE 17th Avenue, Fort Lauderdale, Florida 33334.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 2881 E. Oakland Park Boulevard, Fort Lauderdale, Florida 33308, and the name of the initial registered agent at such address is Vaios Zamakis, Esquire.

**ARTICLE VII
DIRECTORS**

The Corporation shall have one (1) director. The number of directors may be increased or decreased from time to time in accordance with the by-laws of the Corporation, provided that the Corporation shall always have a least one (1) director and no more than ten (10) directors. The name and address of the initial director of the Corporation, who shall serve until his successor(s) is/are duly elected and qualified, are:

NAME	ADDRESS
HANORA O'CONNELL	P.O. Box 11001 Fort Lauderdale, FL 33339

**ARTICLE VIII
INCORPORATOR**

The name and address of the incorporator signing the Articles of Incorporation is:

NAME

ADDRESS

HANORA O'CONNELL

P. O. Box 11001
Fort Lauderdale, FL 33339

**ARTICLE IX
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the
Corporation's board of directors.

**ARTICLE X
STOCKHOLDERS**

No shareholders of the Corporation shall enter into a voting trust agreement or
any other type of agreement vesting in another person the authority to exercise the voting
power of any or all of his shares in the Corporation's Common Stock.

**ARTICLE XI
INDEMNIFICATION**

The Corporation shall indemnify any director or officer or any former director or
officer, to the fullest extent of the law.

**ARTICLE XII
ADDITIONAL CORPORATE POWERS**

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objectives hereinabove state, the Corporation shall have all of the following powers:

- a. At its option, to purchase and acquire in accordance with the applicable law, any or all of its shares owned and held by any shareholder who desires to sell, transfer or otherwise dispose of his shares, or any or all shares owned and held by a shareholder who dies, all in accordance with the bylaws or as provided by a stock purchase agreement setting forth the terms and conditions of such purchase; provided, however, the capital of this Corporation cannot be impaired thereby.
- b. To adopt, for the benefit of employees, one or more of the following; 1) pension plan, 2) profit sharing plan, 3) stock bonus plan, 4) savings plan, or 5) other retirement, incentive compensation or employees benefits plan.

**ARTICLE XIII
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles
this 14 day of March, 2005.



Hanora O'Connell
Incorporator

ACCEPTANCE BY REGISTERED AGENT

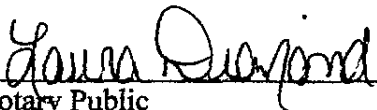
Having been named Registered Agent and designated to accept service of process pursuant to the provisions of Chapter 48.091, Florida Statutes, for the above stated Corporation, at the place designed herein, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.


VAIOS ZAMAKIS
Registered Agent

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments, personally appeared VAIOS ZAMAKIS, to me well known to be the person described in the foregoing Articles of Incorporation as the Registered Agent thereto and who executed the foregoing Acceptance of Registered Agent.

WITNESS my hand and seal this 1ST day of MARCH, 2005, at Fort Lauderdale, Broward County, Florida. Form of I. D. Personally known to me


Notary Public

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA