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To:

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From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP  
Account Number : 075500004387  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**SYNCHROLOGIC, INC.**

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**ARTICLES OF INCORPORATION OF  
SYNCHROLOGIC, INC.**

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is SYNCHROLOGIC, INC.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office and mailing address is 3837 Northdale Boulevard #205, Tampa, FL 33624.

**ARTICLE III**  
**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

The Corporation is authorized to issue 200,000 shares of common stock, \$.001 value per share.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Anas Eskandarani  
3837 Northdale Boulevard #205  
Tampa, FL 33624

**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

The Corporation shall have initially one director to hold office until the first annual meeting of shareholders and until his successor shall have been elected and qualified, or until his earlier

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resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are:

Anas Eskandarani  
3837 Northdale Boulevard #205  
Tampa, FL 33624

ARTICLE VII  
INCORPORATOR

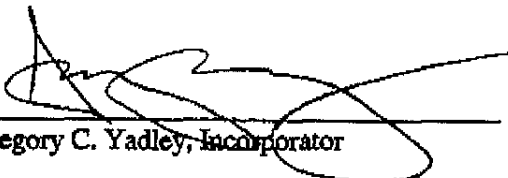
The name and address of the person signing these Articles as Incorporator are:

Gregory C. Yadley  
101 E. Kennedy Blvd., Suite 2800  
Tampa, FL 33602

ARTICLE VIII  
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14<sup>th</sup> day of May, 2005.

  
\_\_\_\_\_  
Gregory C. Yadley, Incorporator

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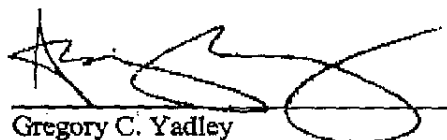
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is SYNCHROLOGIC, INC.
2. The name and address of the registered agent and office are:

Anas Eskandarani  
3837 Northdale Boulevard #205  
Tampa, FL 33624

SIGNATURE

  
Gregory C. Yadley

TITLE: Incorporator

DATE: May 14, 2005

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

  
Anas Eskandarani

DATE May 14, 2005

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