

Transmittal Letter

**P95000009403**

NANCY M. DONOVAN

P. O. BOX 150482  
ALTAMONTE SPRINGS, FL 32715

JANUARY 20, 1995

Department of State  
Division of Corporations  
P. O. BOX 1427  
TALLAHASSEE, FL 32314

FILED  
SECRETARY OF STATE  
55 FEB -3 PM 6:39

RECEIVED 1995 JAN 21 12:12  
TALLAHASSEE, FL 32314  
\*\*\*122.50\*\*\*

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the above address.

Sincerely,

*Nancy M. Donovan*  
NANCY M. DONOVAN  
DIRECTOR

*W95-1889*

Enclosures

*503  
610  
609  
671*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 26, 1995

NANCY M. DONOVAN  
P.O. BOX 150482  
ALTAMONTE SPRINGS, FL 32715

SUBJECT: SYCHRONICITY, INC.  
Ref. Number: W95000001889

We have received your document for SYCHRONICITY, INC. and your check(s) totalling \$22.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

A post office box is not an acceptable address for the registered agent.

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey  
Corporate Specialist

Letter Number: 895A00003387

ARTICLES OF INCORPORATION  
OF  
SYNCHRONICITY ENTERPRISES, 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     NAME

The name of the corporation shall be:  
SYNCHRONICITY ENTERPRISES, INC.

ARTICLE II     NATURE OF BUSINESS

This corporation may 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 III     CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV     ADDRESS

The street address of the initial registered office of the corporation shall be:

801 Orienta Avenue, #1000  
ALTAMONTE SPRGS, FLORIDA 32701  
and the name of the initial Registered Agent for the corporation at that address is NANCY M. DONOVAN.

ARTICLE V     SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI     TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII     LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or

of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

#### ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

NANCY M. DONOVAN

#### ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

NANCY M. DONOVAN  
P. O. BOX 150482  
ALTAMONTE SPRGS, FLORIDA 32715

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 20 day of JANUARY, 1995.

Incorporator:

Nancy M. Donovan

The foregoing instrument was executed and acknowledged before me at Altamonte, County of Sumner, State of Florida, this 2 day of January, 1995 by Nancy M. Donovan

· ("Incorporator"), who is personally known to me or who showed J.C.  
· Alvin Lee as identification and who did/did not take an  
· oath.

(SEAL)

Sandra K. Gilkerson  
Notary Public  
State of Florida  
My Commission Expires:



SANDRA K GILKERSON  
My Commission 00307420  
Expires Apr. 20, 1998  
Bonded by FVA  
800-422-1880

DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of FLORIDA. SYNCHRONICITY ENTERPRISES, INC., a corporation organizing under the laws of the State of FLORIDA, with its principal office located at:

P. O. BOX 150482

ALTAMONTE SPRGS, FLORIDA 32715

NANCY M. DONOVAN has named:

NANCY M. DONOVAN

801 Orienta Avenue, #1000

ALTAMONTE SPRGS, FLORIDA 32701

as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Nancy M. Donovan

FILED  
CLERK OF STATE  
FEB - 3 1993  
8:39

BEFORE ME, the undersigned authority, this day personally appeared Nancy M. Donovan ("Registered Agent"), at Orlando County of Orange, State of Florida, who is personally known to me or who showed Id. Mr. G... as identification and who did/did not take an oath and who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

19 12 WITNESS my hand and official seal this 20 day of June,

(SEAL)

Sandra K. Gilkerson  
Notary Public

State of Florida

My Commission Expires:



SANDRA K GILKERSON  
My Commission OC387423  
Expires Apr. 25, 1993  
Bonded by HAI  
800-422-1555