

FEB-23-1995 16:00 FROM CARUNCHO & MUR

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TO: DIVISION OF CORPORATIONS

FROM: CARUNCHO & MUR, P.A.

DEPARTMENT OF STATE

2600 DOUGLAS RD

STATE OF FLORIDA

#501

409 EAST GAINES STREET

CORAL GABLES FL 33134-0600

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: THE SYNCHRONICITY NETWORK, INC.

FAX AUDIT NUMBER: H95000002187

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/23/1995

TIME REQUESTED: 15:46:54

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FAX AUDIT NO. H95000002187

**ARTICLES OF INCORPORATION  
&  
OF**

**THE SYNCHRONICITY NETWORK, INC.**

The undersigned Incorporator hereby forms a corporation under the laws of the  
State of Florida:

**ARTICLE I. CORPORATE NAME**

The name of this Corporation is:

The Synchronicity Network, Inc.

**ARTICLE II. MAILING ADDRESS OF CORPORATION**

The mailing address of this Corporation is:

2600 Douglas Road  
Suite 501  
Coral Gables, Florida 33134

**ARTICLE III. CAPITAL STOCK**

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Two Thousand (2,000) shares of common stock with \$.01 par value per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

FAX AUDIT NO. H95000002187

This instrument prepared by: 1

Joseph L. Caruncho, Esq., Fla. Bar No. 0475262  
2600 Douglas Rd. #501, Coral gables, FL 33134

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**ARTICLE IV. COMMENCEMENT AND TERM OF EXISTENCE**

This Corporation shall commence its corporate existence from the date of incorporation. This Corporation shall have perpetual existence.

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

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be:

Caruncho & Mur, P.A.  
2600 Douglas Road  
Suite 501  
Coral Gables, Florida 33134

**ARTICLE VI. BOARD OF DIRECTORS**

The Corporation shall have one director initially, who shall be elected at the Organizational Meeting of the Corporation's shareholders. The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

**ARTICLE VII. INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Joseph L. Caruncho, Esq.  
2600 Douglas Road  
Suite 501  
Coral Gables, Florida 33134

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### **ARTICLE VIII. AMENDMENT**

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

### **ARTICLE IX. INDEMNIFICATION**

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of this 23<sup>rd</sup> day of February, 1995.

  
Joseph L. Caruncho,  
Incorporator

H95000002187

FEB-23-1995 16:02 FROM CARUNCHO & MUR

TO

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**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and 607.0501 of the  
Florida Statutes:

Having been appointed registered agent of The Synchronicity Network, Inc. in  
its Articles of Incorporation, at the place designated in such Articles of Incorporation,  
the undersigned heroby agrees to act in this capacity and affirms that it is familiar  
with, and accepts, the obligations of such position.

**CARUNCHO & MUR, P.A.**

By: 

Joseph L. Caruncho, as President

Dated: February 23, 1995

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