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THOMAS F. RYAN
1803 Australian Ave. So.
Suite A
West Palm Beach FL 33409
(407) 478-7778
Fax (407) 689-5121

February 26, 1996

Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

Dear Ms Poolo

Enclosed is one original and two copies of **SYNDICATED HOLDINGS CORPORATION**. I have also enclosed a return envelope along with \$122.50 to cover the various fees for the corporation.

Sincerely yours

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****122.50 ****122.50

FILED
56 FEB 27 AM 10:19
TALLAHASSEE, FLORIDA

8N FEB 29 1996

ARTICLES OF INCORPORATION
OF
SYNDICATED HOLDINGS CORPORATION

FILED

96 FEB 27 AM 11:19

TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of the corporation is: Syndicated Holdings Corporation.

ARTICLE II. PRINCIPLE OFFICE.

The principle office is: 1803 Australian Ave. South, Suite A, West Palm Beach Florida, 33418

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that the corporation is allowed to have outstanding at any one time is: 1000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the original registered agent is: Thomas F. Ryan, 1803 Australian Ave. South, Suite A, West Palm Beach Florida, 33418.

ARTICLE V. INCORPORATORS.

The name and address of the incorporators to these articles of incorporation is: Thomas F. Ryan 1803 Australian Ave. South, Suite A, West Palm Beach Florida, 33418.

ACCEPTANCE

Having been named as registered agent to accept service of process for the above corporation, 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 obligations of my position as registered agent.

2/26/96
February 26, 1996:

Thomas F. Ryan
Thomas F. Ryan, as Registered agent
for SYNDICATED HOLDINGS CORPORATION

The undersigned has executed these articles of incorporation on February 26, 1996.

Thomas F. Ryan
Thomas F. Ryan, President and Director
SYNDICATED HOLDINGS CORPORATION