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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: SYNTEGY, INC.
AUDIT NUMBER.....H96000015075
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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022-3700

10/20/00 07:54 Fl. Dept. of State pl /1



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 28, 1996

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SYNETGY, INC.
REF: W96000022530

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000015075
Letter Number: 396A00049514

ARTICLES OF INCORPORATION
OF
SyNetgy, Inc.

④
H96000015075

WE, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation for profit under the laws of the State of Florida, and do hereby subscribe, acknowledge, and file in the Office of the Secretary of State of the State of Florida, the following Articles of Incorporation, to wit:

ARTICLE I

The corporate name shall be SyNetgy, Inc.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida at the following address, which is also the mailing address of the corporation: 11348 S.W. 158th Place, Miami, Florida 33196.

ARTICLE III

1. The number of shares of authorized capital stock in this corporation shall be seven thousand five hundred (7500) shares of common stock with a nominal or par value of \$1.00 each.
2. The capital stock may be paid for in property, labor, service, or cash, at a just valuation to be fixed by the stockholders. All of such stock shall be fully paid and non-assessable.

LARRY J. BEHAR, P.A.
888 S.E. Third Avenue
Suite # 400
Fort Lauderdale, Florida 33316
Tel.: (954) 524-8888
Fax : (954) 524-0088

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ARTICLE IV

The amount of capital with which this corporation will begin business shall be not less than one thousand dollars.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

The principal office of the corporation shall be 11348 S.W. 158th Place, Miami, Florida 33196, or at such locations as the corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall from time to time render necessary and/or desirable. The stockholders may from time to time move the principal office to any other address or place in Florida.

ARTICLE VII

The name and street address, and the number of shares subscribed to by the initial subscriber and director hereto, who is to conduct the business of the corporation until those elected at the organizational meeting, is:

NAME:	ADDRESS:	NUMBER OF SHARES:
PASCAL VIAUD	11348 S.W. 158th Place Miami, Florida 33196	3750
VIRGINIE VIAUD	11348 S.W. 158th Place Miami, Florida 33196	3750

ARTICLE VIII

The initial registered office shall be at 888 S.E. Third Avenue, Suite 400, Fort Lauderdale, Florida 33316. The initial registered agent at the same address shall be LARRY J. BEHAR, P.A.

ARTICLE IX

1. When the stockholders so determine, any increase of the common stock shall be first offered prorata to the common stockholders who may desire to subscribe for such stock in relation to their then present holdings.

2. Any meeting of the stockholders may be held within or without the State of Florida.

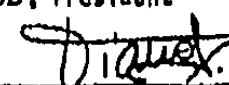
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3. Officers of the corporation need not be stockholders.

IN WITNESS WHEREOF, the subscribing stockholder has hereunto set his hand and seal, and caused these Articles of Incorporation to be executed this 22nd day of October, 1996.


PASCAL VIAUD, President


VIRGINIE VIAUD, Secretary-Treasurer

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REGISTERED AGENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT A PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT SAID DESIGNATION AS REGISTERED AGENT AND AGREE TO COMPLY WITH THE PROVISIONS OF LAW RELATIVE TO KEEPING SAID OFFICE OPEN.

LARRY J. BEHAR, P.A.

By: 
Registered Agent

DISCLAIMER:

THE LAW FIRM OF LARRY J. BEHAR, P.A. WILL NOT ACT AS REGISTERED AGENT OF THE ABOVE-CAPTIONED CORPORATION BEYOND THE FIRST YEAR OF INCORPORATION.

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