

LAW OFFICES OF  
**CARLTON & JACOVITZ**  
A Partnership of Professional Associations

1215 Southeast Second Avenue, Suite 201  
Fort Lauderdale, Florida 33316  
(954) 522-5880

BEFORE ME, CARLTON, PA  
DAVID L. JACOVITZ, ESQ.

Corporate Records Department  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-10/29/96--01095--019  
\*\*\*\*122.50 \*\*\*\*122.50

RE: SYNERGY INTEGRATED HEALTHCARE, INC.

Dear Sir or Madam:

Enclosed herewith please find:

1. Original Articles of Incorporation
2. Check written in the amount of \$122.50 for filing fee and certified copy of filed articles, with regard to the above referenced corporation.

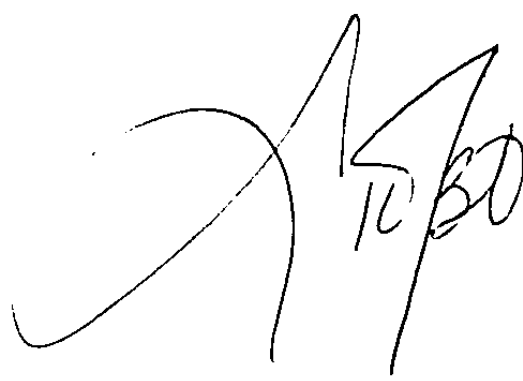
Please file the articles and send back a certified copy of the filed articles to my offices.

Please contact me immediately if any problem arises.

Very truly yours,

  
DAVID L. JACOVITZ, ESQ.  
FOR THE FIRM

**FILED**  
96 OCT 28 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION  
OF  
SYNERGY INTEGRATED HEALTHCARE, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SYNERGY INTEGRATED HEALTHCARE, INC.

The principal place of business of this corporation shall be 1881 N.E. 26th Street, Suite 218, Wilton Manors, Florida 33305.

ARTICLE II. NATURE OF BUSINESS

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

B. To purchase for investment and resale, and to traffic in property, houses and buildings and other property of any nature. To create, sell and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures or other obligations of this corporation, whether secured by mortgage pledge, or otherwise,

authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1 per share.

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1881 N.E. 26th Street, Suite 218, Wilton Manors, Florida 33305. The name of the initial registered agent of the corporation at that address is JAMES WALKER.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. CAPITAL

The amount of capital with which this corporation shall begin business shall be \$100.00.

#### ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

JAMES WALKER  
PRESIDENT, SECRETARY

1723 N.E. 9th Street, Apt. 4  
Ft. Lauderdale, FL 33304

MARIA TENAGLIA  
VICE PRESIDENT, TREASURER,

4771 BAYVIEW DRIVE  
FORT LAUDERDALE, FL 33311

#### ARTICLE VIII SUBSCRIBERS

The name and street address of each subscriber to these Articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the

sum of \$100.00 the amount of capital with which this corporation shall begin business.

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>	<u>AMOUNT</u>
JAMES WALKER	1723 N.E. 9th Street, Apt #4 Ft. Lauderdale, FL 33304	50	\$50.00
MARIA TENAGLIA	4771 BAYVIEW DRIVE FT. LAUDERDALE FL 33308	50	\$50.00

#### IX. BOARD OF DIRECTORS

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

#### X. ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office

or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful object.

D. To guarantee, purchase, hold sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of indebtedness, created by any corporation and while owner of such stock or evidence of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporation, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is

designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

JmWalker  
REGISTERED AGENT  
JAMES WALKER

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 16<sup>th</sup> day of October, 1996.

JmWalker  
JAMES WALKER  
MARIA TANAGLIA  
MARIA TANAGLIA

96 OCT 28 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

STATE OF FLORIDA )  
COUNTY OF BROWARD )

I hereby certify that on this 16<sup>th</sup> day of October, 1996, personally appeared before me, JAMES WALKER who produced a known to me to be as identification and did/did not take an oath and MARIA TANAGLIA, who produced a Fla. driver's license T524-545-7253-0 as identification and did/did not take an oath, to me known to be the same described in and who executed these Articles of Incorporation and acknowledged the Articles to be the act and deed of the subscribers and that the facts set forth therein are true. WITNESS my hand and seal at Ft. Lauderdale, Broward County, Florida, this 16<sup>th</sup> day of October 1996.

Sign: Michael Earle Carlton  
Print: Michael Earle Carlton  
State of Florida at Large  
(Seal)  
Commission Number:  
My Commission Expires:

