

992000013589

SymGroup, Inc.
201 Saxon Court
Cape Coral, FL 33901

Corporate Records Bureau
Division Of Corporations
Department Of State
PO Box 6327
Tallahassee, FL 32301

500002082775--9
-02/10/97--01078--012
*****70.00 *****70.00

RE: SymGroup, Inc.

Gentlemen:

As president of the above named corporation I am requesting a Charter from the State Of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers:

- a. Original and one copy of Certificate Of Incorporation for filing and approval by your office;
- b. Certificate of Registered Agent;
- c. Check to cover fees and costs in the amount of \$70.00
 - \$35 to file Certificate
 - \$35 for Registered Agent Designation

Please return one copy of the Articles stamped with the filing date.

Very Truly Yours,



Clyde R. Wallace, Jr.

97 FEB 10 AM 9:17
FEB 10 1997

2/12

ARTICLES OF INCORPORATION

OF

SymGroup, INC.

ARTICLE I. CORPORATION NAME

The name of this corporation is:
SymGroup, Inc.
5241 Savoy Court
Cape Coral, FL 33904

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. TERMS OF EXISTANCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered Agent and the street address of this initial Registered Office of this Corporation in the State of Florida shall be:

Clyde R. Wallace, Jr.
5241 Savoy Court
Cape Coral, FL 33904

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially, the number of directors may be increased or diminished from time to time by By Laws adopted by the stock holders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

Clyde R. Wallace, Jr.
5241 Savoy Court
Cape Coral, FL 33904

The person named as initial director shall hold office for the first year of existence of this Corporation or until the successors are elected or appointed and have qualified, whichever occurs first.

97 FEB 10 AM 9:17
FILED
CLERK OF DISTRICT COURT
NINTH JUDICIAL CIRCUIT
CAPE CORAL, FLORIDA

ARTICLE VIII. INCORPORATOR

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


Clyde R. Wallace, Jr.
5241 Savoy Court
Cape Coral, FL 33904

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board Of Directors, proposed by them to the stock holders and approved at a stockholders meeting. By at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders signed a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned, as Incorporator, has executed the foregoing Articles Of Incorporation on 3RD day of FEBRUARY, 1997.

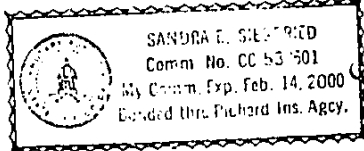
INCORPORATOR

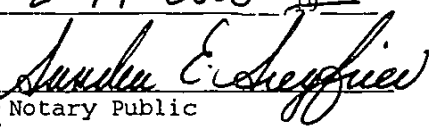

CLYDE R. WALLACE, JR.

BEFORE ME, a Notary Public, personally appeared CLYDE R. WALLACE, JR. to me known to be the person described as Incorporator and who executed the foregoing Articles Of Incorporation, and acknowledged before me that he subscribed to these Articles Of Incorporation on FEBRUARY 3RD, 1997.

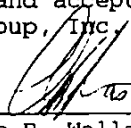
My commission expires:

2-14-2000




Notary Public

I hereby am familiar with and accept the duties and responsibilities as registered agent for SymGroup, Inc.


CLYDE R. WALLACE, JR., Registered Agent.

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OF

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FILED
97 FEB 10 AM 9:17
CLERK OF DISTRICT COURT
ALL
FILED

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IN WITNESS THEREOF, the undersigned, as Incorporator, has executed the foregoing Articles Of Incorporation on 3RD day of FEBRUARY, 1997.

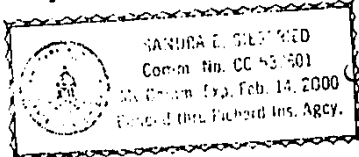
INCORPORATOR

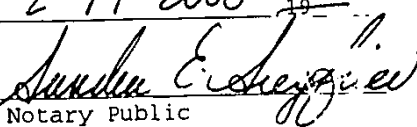

CLYDE R. WALLACE, JR.

BEFORE ME, a Notary Public, personally appeared CLYDE R. WALLACE, JR. to me known to be the person described as Incorporator and who executed the foregoing Articles Of Incorporation, and acknowledged before me that he subscribed to these Articles Of Incorporation on FEBRUARY 3RD, 1997.

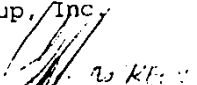
My commission expires:

2-14-2000




Notary Public

I hereby am familiar with and accept the duties and responsibilities as registered agent for SymGroup, Inc.


Clyde R. Wallace, Jr., Registered Agent.

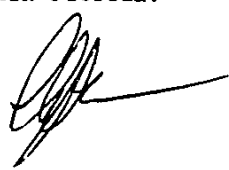
SymGroup, Inc.
5241 Savoy Court
Cape Coral, FL 33904

CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes. The following is
submitted:

FIRST: That SymGroup, Inc. desiring to organize or qualify under the law
of the State Of Florida with its principal place of business at 5241
Savoy Court, the City of Cape Coral, State Of Florida, has named Clyde
R. Wallace, Jr., located at 5241 Savoy Court, Cape Coral, FL as its
agent to accept service of process within Florida.

Corporate Officer Clyde R. Wallace
President President
Title
2/5/97



Date

Having been named to accept service of process for the above state
corporation, at the place designated in this certificate, I hereby agree
to act in this capacity, and I further agree to comply with the
provisions of all statutes relative to the proper and complete
performance of my duties.

Clyde R. Wallace
Registered Agent

2/5/97
Date

97 FEB 10 AM 9:17
CLERK OF COURT
STATE OF FLORIDA