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THE UNITED STATES
CORPORATION
COMPANY

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97 SEP -9 AM 9:13

ACCOUNT NO. : 072100000032
DIVISION OF CORPORATION

REFERENCE : 522347 134265A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : September 8, 1997

ORDER TIME : 4:44 PM

ORDER NO. : 522347-005

200002287972--8

CUSTOMER NO: 134265A

CUSTOMER: Laura K. Betten, Esq
LAURA K. BETTEN, P.A.

1361 Bedford Drive

Melbourne, FL 32940

DOMESTIC FILING

NAME: SYNERGY PLUS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS: _____

FILED
97 SEP -9 AM 10:26
STATE
TALLAHASSEE, FLORIDA

1 SN SEP -9 1997

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ARTICLES OF INCORPORATION
OF
Synergy Plus, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Synergy Plus, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

The nature of the business or purposes to be conducted or promoted are: to provide a wide range of consulting services; to provide management services, including property management services; to retain independent consultants and other personnel as needed; to subcontract services; to enter into agreements with other entities and/or individuals to work on cooperative ventures; to contract for a wide range of support services; and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1361 Bedford Drive, Melbourne, FL 32940, and the name of the initial registered agent of this corporation at that address is LAURA K. BETTEN.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Jacques H. Dubois	660 S. Brevard Avenue, #1541 Cocoa Beach, FL 32931
Lynn R. Dubois	660 S. Brevard Avenue, #1541 Cocoa Beach, FL 32931

ARTICLE IX - INCORPORATORS

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

<u>NAME</u>	<u>ADDRESS</u>
Jacques H. Dubois	660 S. Brevard Avenue, #1541 Cocoa Beach, FL 32931

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI

APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

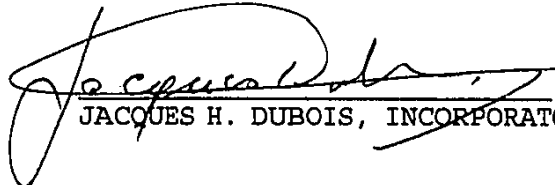
ARTICLE XIV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - PRINCIPAL OFFICE

The principal office address and mailing address of this corporation shall be: 660 S. Brevard Avenue, #1541, Cocoa Beach, Florida 32931.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of August, 1997.

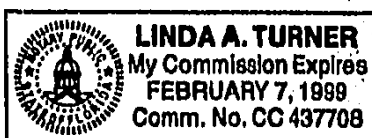

JACQUES H. DUBOIS, INCORPORATOR


STATE OF FLORIDA :
COUNTY OF BREVARD :

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JACQUES H. DUBOIS, who is personally known to me (or who has produced FDL D120.428.44^{455.0} as identification and who did (did not) take an oath) and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 21st day of August, 1997.

My Commission Expires:




NOTARY PUBLIC
State of Florida at Large
LINDA A. TURNER
Printed Name
Commission No. CC 437708

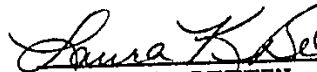
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that Synergy Plus, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Cocoa Beach, County of Brevard, State of Florida, has named LAURA K. BETTEN, located at 1361 Bedford Drive, Suite 102, Melbourne, Florida 32940, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


LAURA K. BETTEN

FILED
97 SEP -9 AM 10:27
TALLAHASSEE, FLORIDA
CLERK OF COURT