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December 15, 1997

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

300002374313-8
-12/17/97--01028--001
****70.00 ****70.00

Re: SYNDEXT CORPORATION, INC.

Dear Dept. of State:

Enclosed is a check in the amount of \$70.00 for the designation of registered agent/registered office and the fee for the formation of the proposed corporation. I am also enclosing the original and one copy of the articles of Incorporation of the proposed Corporation, Syndext Corporation, Inc. and a transmittal letter. If you have any questions in this matter, please do not hesitate to call me.

Sincerely,

Rex Golden

Rex Golden, Esq.
RG/dr
enclos.

Rex GAVE
AUTHORIZATION BY PHONE TO
CORRECT *art 5 + certificate*
DATE *12/17/97*
DOC. EXAM *1/11*

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/18/97 em



SOUTHERN SUPPLY AND MANUFACTURING COMPANY, INC.

ARTICLES OF INCORPORATION
OF
SYNDEXT CORPORATION, INC.

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

ARTICLE I. CORPORATE NAME

The name of the corporation shall be Syndext Corporation, Inc.

ARTICLE II. PRINCIPAL OFFICE

The location of this corporation shall be: 6401 102 Avenue North, Apt# A, Pinellas Park, FL 33782.

ARTICLE III. NATURE OF BUSINESS

The corporation may 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.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6401 102 Avenue North, Apt. #A, Pinellas Park, FL 33782 and the name of the initial registered agent of this corporation is Carly Laraque.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

Since the corporation has fewer than 35 shareholders, the Corporation desires to dispense with a board of directors.

ARTICLE VIII

The name 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:

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President: Eddy Desgraves, 6401 102 Avenue North, Apt. #A, Pinellas Park, FL 33782.

Vice-President: Marie Desgraves, 6401 102 Avenue North, Apt. #A, Pinellas Park, FL 33782.

Secretary: Kevin Desgraves, 6401 102 Avenue North, Apt. #A, Pinellas Park, FL 33782.

Treasurer: Marie Desgraves, 6401 102 Avenue North, Apt. #A, Pinellas Park, FL 33782.

ARTICLE IX. SUBSCRIBER.

The names and street addresses of the subscribers to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>	<u>Amount</u>
Eddy Desgraves	Eddy Desgraves 6401 102 Avenue N. Apt. #A Pinellas Park, FL 33782	500.00	\$1.00

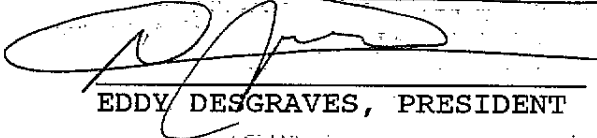
ARTICLE X. PREEMPTIVE RIGHTS

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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI. AMENDMENTS

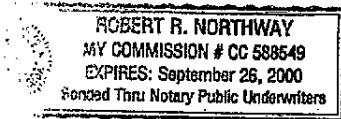
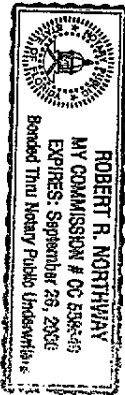
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 15th day of December, 1997.


EDDY DESGRAVES, PRESIDENT

STATE OF FLORIDA
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 12/10/97
personally known to me or who has produced FL. Ori. Lic.
before me that he has executed the foregoing instrument for the
purposes therein expressed.



NOTARY PUBLIC:

Sign: Robert R. Northway
Print: Robert R. Northway-1

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent for the above stated
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 to the proper and complete
performance of my duties.

Carly Laraque
6401 102nd Avenue North, Apt #A
Pinellas Park, FL 33782

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TALLAHASSEE, FLORIDA