

P99000032496

SYNERGISTS, INC.

350 South County Road, Suite 201
Palm Beach, Florida 33480
561-882-9815

March 2, 1999

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

Re: Articles of Incorporation

Dear Sir:

Enclosed are two original sets of the articles of incorporation for SYNERGISTS, INC., 350 South County Road, Suite 201, Palm Beach, Florida 33480, which are hereby submitted for filing with the state.

The required filing fee of \$70.00 is also enclosed.

Sincerely,


Donald R. Dragg
Incorporator

Encl as:

FILED
99 APR -5 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AB

**ARTICLES OF INCORPORATION FOR
SYNERGISTS, INC.**

I, Donald R. Dragg, do hereby organize a corporation under and by virtue of the provisions Chapter 607, Florida Statutes, 1975, under the following Articles of Incorporation.

FIRST - NAME

The name of the corporation is SYNERGISTS, INC.

SECOND - BUSINESS

The general nature of business or business to be transacted by the Corporation is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

THIRD - CAPITAL STOCK

The capital stock of the corporation shall be and consist of non-assessable common stock having a par value of One Cent (\$0.01) per share. The maximum number of shares of stock which the corporation is authorized to have outstanding at any time is Ten Thousand (10,000) Shares, unless otherwise amended in accordance with the By-Laws.

FOURTH - CAPITAL

The amount of capital with which the corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

FIFTH - PERPETUAL TERM

The term for which the corporation shall exist shall be perpetual and its existence shall begin upon the filing of these Articles in the Office of the Secretary of State, State of Florida, and approved by the Secretary of State and State of Florida.

SIXTH - ADDRESS OF CORPORATION

The initial street address of the principal office of the corporation is:

350 South County Road, Suite 201
Palm Beach, Florida 33480

SEVENTH - BOARD OF DIRECTORS

The business of this corporation shall be managed and its corporate powers exercised by a board of one or more directors who shall be over the age of twenty-one (21). The director or directors need not be stockholders. The initial Board of Directors shall consist of one (1) member.

EIGHTH - MEMBERS OF BOARD

The name and street address of the members of the first Board of Directors are:

Donald R. Dragg
350 South County Road, Suite 201
Palm Beach, Florida 33480

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NINTH - SUBSCRIBERS OF ARTICLES

The name and street address of the person signing these Articles of Incorporation as sole subscriber is Donald R. Dragg, 350 South County Road, Suite 201, Palm Beach, Florida 33480.

TENTH - REGISTERED AGENT

The registered agent for service of process within this State for SYNERGISTS, INC., shall be Donald R. Dragg, and the address of the registered agent is 350 South County Road, Suite 201, Palm Beach, Florida 33480.

ELEVENTH - NO PERSONAL LIABILITY

Neither the stockholders, directors, officers nor agents of the corporation shall be personally liable for debts or obligations of the corporation.

TWELFTH - STOCKHOLDERS' MEETINGS

Except as may be otherwise provided in the By-Laws, any annual or other meeting of stockholders may be held either within or out of the State, and any stockholders may waive notice of any meeting, either before, at or after the meeting.

THIRTEENTH - AMENDMENTS

These Articles of Incorporation may be amended in any manner provided by law.

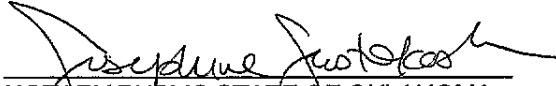
I, the undersigned, being the original subscriber of the Articles of Incorporation of SYNERGISTS, INC., certify and declare that the facts herein stated are true, that I am sui juris and over twenty-one (21) years of age, and a citizen of the United States, and that I have hereunto set my hand and seal the 4 day of MARCH, 1999.


DONALD R. DRAGG

STATE OF OKLAHOMA
COUNTY OF CLEVELAND

BEFORE ME, an officer authorized to take acknowledgments personally appeared DONALD R. DRAGG, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the State and County named above, the 4 day of March, 1999.

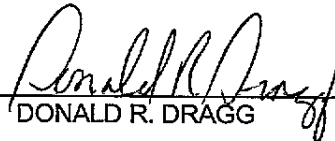

NOTARY PUBLIC STATE OF OKLAHOMA
My Commission Expires: October 3, 2002

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED;

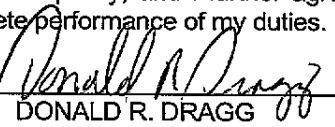
FIRST, that SYNERGISTS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 350 South County Road, Suite 201, Palm Beach, Florida 33480 and has named Donald R. Dragg, of 350 South County Road, Suite 201, Palm Beach, Florida 33480, as its agent to accept service of process within Florida.

DATED: 4 MARCH 1999


DONALD R. DRAGG

HAVING BEEN NAMED to accept service of process of 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 relative to the proper and complete performance of my duties.

DATED: 4 MARCH 1999


DONALD R. DRAGG

FILED
99 APR -5 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA