

P99000105067

TRANSMITTAL LETTER

FILED

99 DEC -1 AM 7:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 13, 1999

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

500003058055--4
-12/01/99--01068--013
*****78.75 *****78.75

SUBJECT: SYNTEC GLOBAL MARKETING INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 as the filing fee and certificate of status of the above-named corporation.

FROM: RAFAT K. GHARNANI
Ch CST FINANCIAL SERVICES
1525 S. Andrews Avenue
Suite 1
Fort Lauderdale, FL 33316

D. BROWN DEC - 6 1999

**ARTICLES OF INCORPORATION
OF
SYNTEC MARKETING INC.**

FILED
99 DEC -1 AM 7:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, as proper person acting as incorporator of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

ARTICLE I

The name of the corporation is SYNTEC MARKETING INC.

ARTICLE II

The corporation shall exist in perpetuity commencing on the date of the filing of the Articles of Incorporation.

ARTICLE III

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The aggregate number of shares this corporation is authorized to issue is 100 shares at \$10.00 par value common stock which shall be designated as common shares.

ARTICLE V

This corporation will not commence business until at least \$10.00 (ten dollars) have been received by it as consideration for the issuance of shares.

ARTICLE VI

LIQUIDATION - DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation shall be payable to and distributed ratable among the holders of record of the common shares.

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 VII

The street address of the initial principal office of this corporation is **1525 S. Andrews Avenue, Suite 7, Fort Lauderdale, FL 33316** and the name of the initial registered agent of this corporation and address is:

**CARMEN S. ROMERO-TEJEDA
CST FINANCIAL SERVICES
1525 S. ANDREWS AVENUE, SUITE 7
FORT LAUDERDALE, FLORIDA 33316**

ARTICLE VIII

The number of directors constituting the initial board of directors of the corporation is one (1). 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 name and address of the individual who is to serve as a director until the first annual meeting of shareholders or until his successor is elected is:

**RAFAT K. GHAZNAVI
C/O CST FINANCIAL SERVICES
1525 S. ANDREWS AVENUE, SUITE 7
FORT LAUDERDALE, FL 33316**

ARTICLE IX

The name and address of the incorporator of these Articles of Incorporation is:

**RAFAT K. GHAZNAVI
C/O CST FINANCIAL SERVICES
1525 S. ANDREWS AVENUE, SUITE 7
FORT LAUDERDALE, FL 33316**

ARTICLE X.

This corporation reserves the right and power to amend, adopt, alter or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

Special meetings of shareholders may be called by any shareholder owing at least fifty percent (50%) of the shares of common stock entitled to vote.

ARTICLE XII

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIII

At each such election for directors, every shareholder entitle to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

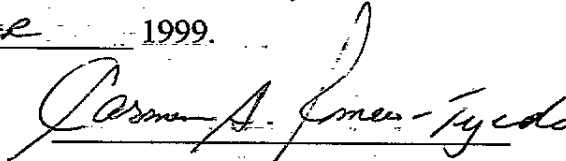
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 13th day of September 1999.

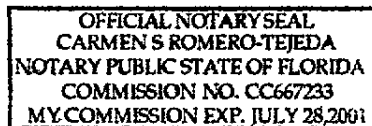


RAFAT K. GHAZNAVI

I HEREBY CERTIFY that before me, the undersigned, Rafat K. Ghaznavi, personally appeared before me and executed the foregoing articles of incorporation for the purpose expressed therein.

ACKNOWLEDGED BEFORE ME AND IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 13 day of SEPTEMBER 1999.


NOTARY PUBLIC, STATE OF FLORIDA



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

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

FIRST THAT **SYNTEC** **MARKETING INC.** IS DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT:

**1525 S. ANDREWS AVENUE, SUITE 7
FORT LAUDERDALE, FL 33316**

AND HAS NAMED:

CARMEN S. ROMERO-TEJEDA

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SYNTEC **MARKETING INC.**

BY: *R. Ghaznavi*
RAFAT K. GHAZNAVI

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS 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
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

BY: *Carmen S. Romero-Tejeda*
CARMEN S. ROMERO-TEJEDA

STATE OF FLORIDA)
SS
COUNTY OF BROWARD)

SWORN TO AND SUBSCRIBE BEFORE ME THIS 13TH DAY OF SEPTEMBER 1999



Nelly Penninger
NOTARY PUBLIC, STATE OF FLORIDA

FILED
DEC - 1 AM 7:12
CLERK OF STATE
TALLAHASSEE, FLORIDA