

P96000056562

TRANSMITTAL LETTER

June 26, 1996

Department of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, Florida 32314

700001883027  
-07/03/96--01027--018  
\*\*\*\*122.50 \*\*\*\*122.50

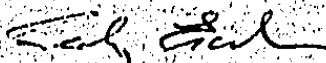
Re: STRATEGIC DEVELOPMENT, INC.

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$ 122.50 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

I have also enclosed an additional copy of the Articles of Incorporation which I would appreciate having certified and returned to the address below.

Sincerely,



Beatriz Escobar  
c/o Michael E. Oesterle  
5965 Southwest 8th Street  
Miami, Florida 33144  
1-305-264-1776

Encl: (1) copy of Articles  
check for \$ 122.50  
Self Addressed Stamped envelope

96 JUL -1 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

63 7/5/96

ARTICLES OF INCORPORATION  
OF  
STRATEGIC DEVELOPMENT, INC.

**FILED**  
96 JUL -1 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be: STRATEGIC DEVELOPMENT, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

STRATEGIC DEVELOPMENT, INC.  
1409 ALBERCA STREET  
Coral Gables, Florida 33134

ARTICLE III SHARES

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

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the registered agent and the street address of the initial registered office of the corporation shall be:

MICHAEL E. OESTERLE  
5965 Southwest 8th Street  
Miami, Florida 33144


ARTICLE V INCORPORATORS

The name and address of the Incorporators are:

BEATRIZ ESCOBAR  
1409 Alberca Street  
Coral Gables, Florida 33134

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this  
27th day of JUNE, 1996.

Incorporator:

  
signature

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was executed and acknowledged before me this 26th day of  
June, 1996, by BEATRIZ ESCOBAR, who is personally known by me Michael Dwyer,  
a notary public for the State of Florida.

  
Notary Public  
State of FLORIDA  
My Commission Expires:  
October 26, 1999  
MICHAEL W. DWYER



MICHAEL W DWYER  
My Commission CCS08888  
Expires Oct. 26, 1999

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF § 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE  
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **STRATEGIC DEVELOPMENT, INC.**
2. The name and address of the registered agent and office is:

**Michael E. Oesterle  
5965 Southwest 8th Street  
Miami, Florida 33144**

**ACCEPTANCE:**

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, I hereby accept the appointment  
as Registered Agent and agree to act in this capacity. I further agree to comply with the  
provisions of all statutes relating to the proper and complete performance of my duties, and I  
am familiar with and accept the obligations of my position as registered agent.

Registered Agent:



signature

6/26/96

date

**FILED**  
96 JUL -1 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

P96000056562

TRANSMITTAL LETTER

February 6, 1997

Department of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, Florida 32314

Re: Name change for STRATEGIC DEVELOPMENT, INC.

300002086533--0  
-02/13/97--01022--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir:

Enclosed please find Articles of Amendment to Articles of Incorporation of STRATEGIC DEVELOPMENT, INC., together with our check in the amount of \$ 35.00 to cover the filing fee for an amendment.

Also please send two copies of the ANNUAL REPORT documentation because it has not been received. Thank you for your time and attention to this matter.

Sincerely,

*Beatriz Escobar is personally known*

*Beatriz Escobar*

Beatriz Escobar  
c/o Michael E. Oesterle  
5965 Southwest 8th Street  
Miami, Florida 33144  
1-305-264-1776



MICHAEL W DWYER  
My Commission CC000000  
Expires Oct. 28, 1999

DADE COUNTY

*Michael W. Dwyer*

NOTARY PUBLIC - MICHAEL W. DWYER

Encl: (1) copy of Articles of Amendment  
check for \$ 35.00

*SI 2/13  
NC*

FILED  
97 FEB 13 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
97 FEB 13 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
STRATEGIC DEVELOPMENT, INC.  
(present name)

Pursuant to the provisions of § 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

- (1) Name change from STRATEGIC DEVELOPMENT, INC. (old name) to integrated concepts, inc. (new name, lower case letters are intentionally used).
- (2) Principal Office change from STRATEGIC DEVELOPMENT, INC., 1409 ALBERCA STREET, CORAL GABLES, FLORIDA 33134 (old) to integrated concepts, inc., 9220 Calusa Club Drive West, Miami, Florida 33186.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: FEBRUARY 6, 1997.

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]


The number of votes cast for the amendment(s) was/were sufficient for approval by N/A.

Signed this 6th day of February, 1997.

STRATEGIC DEVELOPMENT, INC. (old) integrated concepts, inc. (new)  
(Corporation Name)

By: Beatriz Escobar  
Beatriz Escobar - President

cc505789

 MICHAEL W DWYER  
My Commission CC50590  
Expires Oct. 28, 1999

Beatriz Escobar IS PERSONALLY KNOWN.  
Michael W. Dwyer  
NOTARY PUBLIC - MICHAEL W. DWYER