



P99000103863

LAW OFFICES OF

Keith W. Saks

CERTIFIED MEDIATOR

November 22, 1999

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

700003054187--7
-11/24/99--01060--008
*****70.00 *****70.00

Re: Strategic Developers, Inc.

Dear Secretary:

I enclose herein Articles of Incorporation for the referenced corporation and a check for \$70.00 to cover the filing fees.

Please return your letter confirming filing as soon as possible.

Thank you!

Very truly yours,


KEITH W. SAKS

KWS/cw

Encl..

FILED
99 NOV 24 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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99 NOV 24 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STRATEGIC DEVELOPERS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE 1 - NAME

The name of the corporation is Strategic Developers, Inc. The principal office is 104 Crandon Boulevard #308 Key Biscayne, Fl. 33149.

ARTICLE 2 - DURATION

The term of existence of the corporation is perpetual.

ARTICLE 3 - PURPOSE

The corporation is formed for the following purpose: Conduct of business buying, selling and developing real property and any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 4 - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is five hundred (500), all of which shall be common shares with a par value of \$1.00.

ARTICLE 5 - REGISTERED OFFICE

The street address of the initial registered office of the corporation is c/o Keith W. Saks, Esq. 1450 Madruga Avenue #305 Coral Gables Fl. 33146.

ARTICLE 6 - DIRECTORS

The corporation shall have three (3) directors initially. The number of directors may be either increased or decreased 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:

| | |
|--------------------------|-------------------------|
| Carlos Echeverria, Pres. | Key Biscayne, Fl. 33149 |
| Gustavo Echeverria, Sec. | 104 Crandon Blvd. #308 |
| | Key Biscayne, Fl. 33149 |
| Carlos Cito, V.P. | 104 Crandon Blvd. #308 |
| | Key Biscayne, Fl. 33149 |

ARTICLE 7 - INCORPORATOR - RESIDENT AGENT

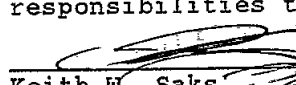
The name and address of the Incorporator is Keith W. Saks, 1450 Madruga Ave. #305 Coral Gables, Fl. 33146. The Resident Agent is Keith W. Saks, Esq. 1450 Madruga Ave. #305 Coral Gables, Fl. 33146.


ARTICLE 8 - PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 22 day of November, 1999.

I hereby accept designation as Registered Agent and the responsibilities thereof.


Keith W. Saks
Registered Agent


Keith W. Saks
Incorporator

STATE OF FLORIDA

)
)SS:

COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, personally appeared Keith W. Saks, personally known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal in the County and State aforesaid, this 22 day of November, 1999.



NOTARY PUBLIC

My Commission Expires: _____

Dennis HABER

Printed name of Notary



Dennis R. Haber
MY COMMISSION # CG654480 EXPIRES
July 21, 2001
BONDED THRU TROY FAIN INSURANCE, INC.