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SCHREIBER RODON-ALVAREZ, P.A.

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June 29, 2000

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

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-07/10/00--01103--008
*****78.75 *****78.75

Re: Santa Clara Strategic, Inc.

Dear Sir/Madame:

Enclosed please find an original plus a copy of Articles of Incorporation for the above-captioned corporation. Kindly file said Articles with the Secretary of State and return a certified copy to us. Enclosed is a check in the amount of \$78.75 made payable to the Secretary of State to cover filing fees.

Thank you and if you have any questions please give me a call.

Very truly yours,

SCHREIBER RODON-ALVAREZ, P.A.

By: GA Desnches
Gerhardt A. Schreiber

GAS/imc
Enclosure

FILED
00 JUL 10 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gk 7/12

ARTICLES OF INCORPORATION

OF

SANTA CLARA STRATEGIC, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be:

SANTA CLARA STRATEGIC, INC.

**ARTICLE II
PRINCIPAL OFFICE**

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

5960 S.W. 57 Avenue
Miami, Florida 33143

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Five Hundred (500) shares of common stock at \$1.00 par value each.

**ARTICLE IV
INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Gerhardt A. Schreiber, Esquire
2222 Ponce de Leon Blvd.
Penthouse Suite
Coral Gables, Florida 33134

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**ARTICLE V
INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Gerhardt A. Schreiber, Esquire
2222 Ponce de Leon Blvd.
Penthouse Suite
Coral Gables, Florida 33134

The undersigned has(have) executed these Articles of Incorporation this 5th day of July, 2000.

GA Schreiber
Signature/Title

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the following 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: SANTA CLARA STRATEGIC, INC.
2. The name and address of the registered agent and office is:

Gerhardt A. Schreiber, Esquire
2222 Ponce De Leon Blvd.
Penthouse Suite
Coral Gables, Florida 33134

SIGNATURE: GA Schreiber
(corporate officer)

DATE: 7/5/0

HAVING BEEN NAME AS REGISTERED AGENT AND 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.

SIGNATURE: GA Schreiber
DATE: 7/5/0

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00 JUL 10 AM 9:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA