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Florida Department of State

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.**

**STRATEGIC COMMUNICATIONS, INC.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
STRATEGICOMMUNICATIONS, INC.**

The undersigned hereby adopts the following articles of incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this Corporation is STRATEGICOMMUNICATIONS, INC.

**ARTICLE II - DURATION**

This Corporation is to commence its corporate existence on the date of filing and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of engaging in any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of Capital Stock having a par value of One (\$1.00) Dollar per share.

**ARTICLE V - BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors.

The Corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation, but shall never be less than one.

The name and address of the initial director shall be:

**NAME**

Fernanda Crawford

**ADDRESS**

150 Alhambra Circle, Suite 1270  
Coral Gables, Florida 33134

**ARTICLE VI - INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or

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person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

#### ARTICLE VII - INCORPORATOR

The name and address of the incorporator to these articles is:

##### NAME

Lawrence S. Evans

##### ADDRESS

L.S. Evans and Associates, PA  
150 Alhambra Circle, Suite 1270  
Coral Gables, Florida 33134

#### ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal and registered office of the Corporation is 150 Alhambra Circle, Suite 1270, Coral Gables, Florida 33134 and the name of the initial registered agent of the Corporation at that address is Lawrence S Evans.

#### ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended, altered or repealed at any time, and from time to time, in the manner here, now or hereafter prescribed by the applicable Florida statute, as amended from time to time, and all rights conferred on a shareholder herein are granted subject to this reservation.


#### ARTICLE X - PRINCIPAL OFFICE OF MAILING ADDRESS

The initial street address of the principal office and mailing address of this Corporation is 150 Alhambra Circle, Suite 1270, Coral Gables, Florida 33134. The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE XI - RESTRICTION ON TRANSFER OF STOCK

The shareholders may, by law, provision or by Shareholders' agreement recorded in the minute book of this Corporation, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 4th day of March, 2002.

  
(LAWRENCE S. EVANS )

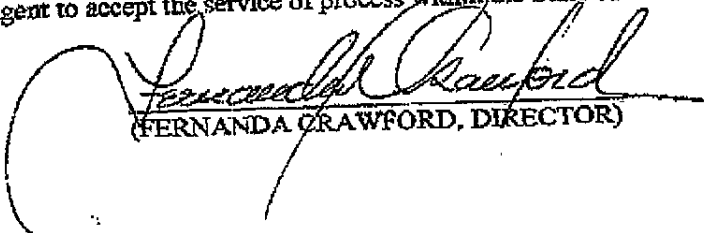
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA IN  
NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE  
SERVED**

In compliance with §48.091 and Chapter 607 of the Florida Statute the following is submitted:


That StrategiCommunications, Inc., designed to organize under the State of Florida with its principal place of business in Miami, Florida has named Lawrence S. Evans, Merrill Lynch Center, 150 Alhambra Circle, Suite 1270, Coral Gables, Florida 33134, as its Registered Agent to accept the service of process within the State of Florida.

  
(FERNANDA CRAWFORD, DIRECTOR)

  
(LAWRENCE S. EVANS, INCORPORATOR)

**REGISTERED AGENT'S ACCEPTANCE**

Having been named as Registered Agent to accept the service of process for StrategiCommunications, Inc., at the registered office designated in this certificate, I hereby accept the appointment as Registered Agent, and familiar, and accept all duties and responsibilities of a Registered Agent, for StrategiCommunications, Inc., a Florida corporation, in accordance with Florida Statute, § 607-0501.

  
LAWRENCE S. EVANS  
Registered Agent  
Merrill Lynch Center  
150 Alhambra Circle, Suite 1270  
Coral Gables, Florida 33134

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