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SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/28/02

JOHANSON LAW OFFICE

KENT A. JOHANSON

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October 17, 2002

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

Via U.S. Mail

Re: **Strategic Properties-Bradenton, Inc.**
Strategic Properties-Lake Alfred, Inc.
Strategic Properties Management, Inc.

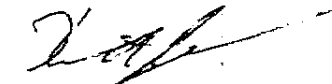
Dear Sir or Madam:

Enclosed are the originals and one copy each of the *Articles of Incorporation* for the above referenced corporations. Also, you will find check #2461 in the amount of \$236.25 for the filing fees and certified copies.

Please certify and return them to my office in the enclosed SASE. Feel free to contact my office if you have any questions or comments.

Sincerely,

JOHANSON LAW OFFICE



Kent A. Johanson, Esq.

KAJ/skj
Enclosure: Articles
Check
SASE

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Strategic Properties-Lake Alfred, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business address:

1815 Imperial Golf Course Blvd.
Naples, Florida 34110

The mailing address of this corporation is:

1815 Imperial Golf Course Blvd.
Naples, Florida 34110

ARTICLE III PURPOSE

The purpose for which this corporation is organized is:

Any and all lawful business.

ARTICLE IV SHARES

The number of shares the corporation is authorized to issue is:

1000 shares

ARTICLE V REGISTERED AGENT

The name and Florida street address of the registered agent is:

Thomas J. Martin, 1815 Imperial Golf Course Blvd., Naples, Florida 34110

ARTICLE VI INCORPORATOR

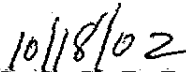
The name and address of the Incorporator is:

Thomas J. Martin, 1815 Imperial Golf Course Blvd., Naples, Florida 34110

FILED
OCT 28 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Thomas J. Martin/ Incorporator

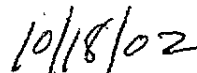


Date

Having been named 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.



Thomas J. Martin/ Registered Agent



Date