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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

waterhouse development corp.

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: WATERHOUSE DEVELOPMENT CORP.
Address of Corporation: 6111 S.W. 86th Street
Miami, Florida 33143

Article 2: CAPITAL STOCK: The number of share which the corporation has authorized to be outstanding at any one time is 1000.

PAR VALUE: \$1.00 (Information about PAR VALUE is not required but may be included)

Article 3: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
Bruce J. Smoler
2611 Hollywood Boulevard
Hollywood, Florida 33020

I am familiar with and hereby accept the duties, responsibilities as registered agent for said corporation.


Bruce J. Smoler
Signature of Registered Agent
Date: 1/15/02

Article 4: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

- 1. Ofer Zosman, 6111 S.W. 86th Street, Miami, Florida 33143.
- 2. Carlos Deleon, 6111 S.W. 86th Street, Miami, Florida 33143.

Article 5: The Name and address of the incorporator is:

Bruce J. Smoler, 2611 Hollywood Boulevard, Hollywood, Florida 33020

In witness whereof, I have subscribed my name


Signature of Incorporator

Prepared By: Bruce J. Smoler
Florida Bar No. 821918
Smoler, Lerman, Bente & Whitehook, P.A.
2611 Hollywood Boulevard
Hollywood, Florida 33020
Telephone (954) 922-2811

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