

**H95000065977**

STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
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FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
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MIAMI FL 33135--  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: WATERWAY INVESTMENTS, INC.  
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ARTICLES OF INCORPORATION  
OF  
MATERWAY INVESTMENTS, INC.

ARTICLE I - NAME

The name of this corporation is:

MATERWAY INVESTMENTS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation is BARNETT BANK TOWER, PENTHOUSE SUITE A, 2929 E. COMMERCIAL BOULEVARD, BROWARD COUNTY, FLORIDA 33308, and registered office of the corporation is 2929 EAST COMMERCIAL BOULEVARD, BARNETT BANK TOWER, PENTHOUSE SUITE A, FT. LAUDERDALE, FLORIDA 33308, BROWARD COUNTY and the name of the initial Registered Agent of the corporation is JOSEPH A. VECCHIO, JR.

Joseph A. Vecchio, Jr.  
BEGGS & VECCHIO  
ATTORNEYS AT LAW  
Barnett Bank Tower  
Penthouse Suite A  
2929 E. Commercial Blvd.  
Ft. Lauderdale, Florida 33308  
PH: 305 772 5132  
Fla. Bar 158848

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**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 DIRECTORS initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

| NAME                   | ADDRESS   |
|------------------------|---|
| JOSEPH A. VECCHIO, JR. | BARNETT BANK TOWER - PH. SUITE A<br>2929 E. COMMERCIAL BLVD.<br>FT. LAUDERDALE, FLORIDA 33308 |

**ARTICLE VIII - OFFICERS**

The names and addresses of the officers of the corporation until the election at the first annual election of officers and their qualification are as follows:

| NAME                   | ADDRESS  | OFFICE    |
|------------------------|--|-----------|
| JOSEPH A. VECCHIO, JR. | BARNETT BANK TOWER<br>PENTHOUSE A<br>2929 E. COMMERCIAL BLVD.<br>FT. LAUDERDALE, FL. 33308 | PRESIDENT |

**ARTICLE IX - INCORPORATION**

The names and addresses of the person signing these Articles is:

| NAME              | ADDRESS  |
|-------------------|--|
| JOSEPH A. VECCHIO | 2929 E. COMMERCIAL BLVD.<br>BARNETT BANK TOWER - PH. A<br>FT. LAUDERDALE, FLA. 33308 |

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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## ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13TH. DAY OF DECEMBER 1994.

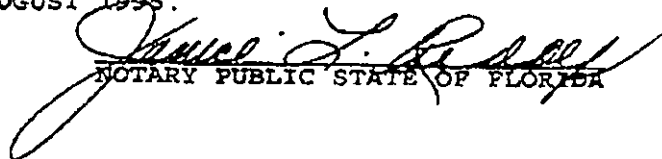
  
 SUBSCRIBER  
 JOSEPH A. VECCHIO, JR.

STATE OF FLORIDA     )  
                               ) SS:  
 COUNTY OF BROWARD    )

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared JOSEPH A. VECCHIO, JR., to me known to be the person described in and has produced a drivers license as identification, who did take an oath, and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 24TH. DAY OF AUGUST 1995.

MY COMMISSION EXPIRES:

  
 NOTARY PUBLIC STATE OF FLORIDA



JANCE L. RUDOLF  
 MY COMMISSION # 0023700 EXPIRES  
 October 20, 1998  
 BONDED WITH TRAVEL FROM DELAWARE, DE.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That WATERWAY INVESTMENTS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of FT. LAUDERDALE, BROWARD COUNTY, FLORIDA has named JOSEPH A. VECCHIO, JR. located at 2929 E. COMMERCIAL BLVD., BARNETT BANK TOWER, PENTHOUSE SUITE A, FT. LAUDERDALE, FLORIDA 33308 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:

REGISTERED AGENT

JOSEPH A. VECCHIO, JR.

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FT. LAUDERDALE, FLORIDA

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