

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-222-9171
904-222-0391 FAX



P960000 32115

FILED
86 APR 12 PM 12:00
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 915334 11448A

AUTHORIZATION *Patricia Pizante*

COST LIMIT : \$ 122.50

ORDER DATE : April 11, 1996

ORDER TIME : 11:30 AM

ORDER NO. : 915334

CUSTOMER NO: 11448A

000001778560

CUSTOMER: David S. Serns, Esq
DAVID S. SERNS, P.A.

2040 Northeast 163rd Street
North Miami Bea, FL 33162

DOMESTIC FILING

NAME: WAYCROFT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: *4/12/96 JB*

RECEIVED
96 APR 12 PM 12:13
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
WAYCROFT, INC.

FILED
26 APR 12 PM 12:00
CLERK OF DISTRICT COURT
MALLORVILLE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WAYCROFT, INC.

The address of the principal office of this corporation shall be C/O 2040 Northeast 163rd Street, Suite 302, North Miami Beach, Florida 33162, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2040 Northeast 163rd Street, Suite 302, North Miami Beach, Florida 33162, and the name of the initial registered agent of the corporation at that address is David R. Serns, ESQ.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 12, 1996.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Agent, Karen B. Rozar

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
96 APR 12 PM 12:00
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the above named corporation organized under the laws of the State of Florida, submits the following statement in designation of the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: WAYCROFT, INC.
2. The name and address of the registered agent and office is:

DAVID R. SERNS, ESQ.
Suite 302
2040 N.E. 163 Street
North Miami Beach, Florida, 33162

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED 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.



DAVID R. SERNS, ESQ. RESIDENT AGENT

April 11, 1996

ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF
WAYCROFT, INC.

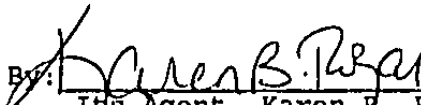
FILED
APR 12 PM 12:00
TALLAHASSEE, FLORIDA

Corporation Service Company, as sole incorporator, for
value received hereby assigns any and all rights it may have
as such incorporator to the following:

Dated: April 12, 1996

CORPORATION SERVICE COMPANY

By:


Its Agent, Karen B. Rozar

dwl