

896000046021

South Florida Electronic Services, Inc.
734 N.W. 141st Street
Miami, Florida
(305) 881-0039

State of Florida
Division of Corporations
PO Box 8327
409 East Gaines Street
Tallahassee, Florida 32314

RECEIVED
-05/24/75-01007-009
*****70.75 *****70.75

Re: New corporation

Gentlemen:

Enclosed are the Articles of Incorporation for:

WATERWAY SERVICES, INC.

A check in the amount of \$78.75 is enclosed for:

1. Filing fees
2. Resident Agent Registration
3. Certificate of Status

Please process. If you have any questions, please do not hesitate to phone.

Sincerely yours,

Beverly L. Abner

Beverly L. Abner
Managing Agent

BLA:ba
Enclosures

FILED
96 MAY 23 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/30/75
TB

ARTICLES OF INCORPORATION
OF
WATERWAY SERVICES, INC.

FILED
96 MAY 23 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation is: **WATERWAY SERVICES, INC.**

ARTICLE II
COMMENCEMENT AND DURATION

This corporation shall commence business on filing of these Articles. Its existence shall be perpetual.

ARTICLE III
PURPOSE

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One hundred shares. Such shares shall be of a single class of common stock and shall No Par value.

ARTICLE V
PREEMPTIVE RIGHTS

Each Stockholder of the corporation shall have the right to purchase or subscribe for, at the par value thereof, a prorata portion of:

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed, or by any Amendment thereof or out of shares of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or,

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent, any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VI MANAGEMENT

This corporation shall have no Board of Directors, and all of the corporate powers shall be exercised by, and the business affairs of the corporation shall be managed under the Officers of the Corporation.

ARTICLE VII SPECIAL STOCKHOLDERS MEETINGS- CALL

Special meeting of the Stockholders may be called at any time for any purpose by an officer of the corporation or the holders of twenty (20%) percent of all outstanding shares.

ARTICLE VIII STOCKHOLDERS RIGHTS & RESERVATION OF POWER TO ADOPT, AMEND, AND REPEAL BY-LAWS

The power to make, alter or amend and repeal the By-Laws of the corporation shall be reserved to the Stockholders of the corporation.

ARTICLE IX
STOCK TRANSFERS- CORPORATION'S RIGHT OF FIRST REFUSAL

No Stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the Stockholder; shall be sent via Registered or Certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of ninety (90) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the Stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any Stockholder, the corporation shall have the right to purchase all shares owned by such Stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the Executor, Administrator, or the Personal Representative of each Stockholder. Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

"These shares are held subject to certain transfer restrictions imposed by the Articles of Incorporation of the corporation. A copy of such Articles is on file at the principal office of the corporation."

ARTICLE X
REGISTERED AGENT\ REGISTERED OFFICE

The street address of the initial principal office of the corporation is
8930 State Road 84, Suite 100
Davie, Florida 33324

The name and mailing address of the Registered Agent is:
James McNamara
2580 Northwest 89th Avenue
Sunrise, Florida 33322

ARTICLE XI

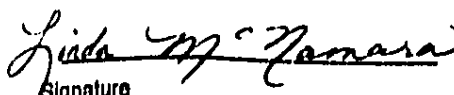
INCORPORATORS

The name and address of the Incorporators :

JAMES McNAMARA
2580 Northwest 89th Avenue
Sunrise, Florida 33322

LINDA McNAMARA
2580 Northwest 89th Avenue
Sunrise, Florida 33322


Signature


Signature

STATE OF FLORIDA
COUNTY OF DADE

Before me, the undersigned authority, on this 15th day of May, 1996
personally appeared James McNamara and Linda McNamara, to me known to be the persons
described in and who signed the foregoing Articles of Incorporation and they acknowledged to me
that they executed the same freely and voluntarily for the uses and purposes expressed therein.

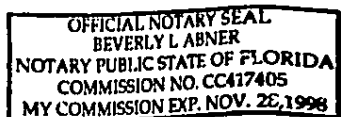
Witness my hand and official seal the day and year first above written.

My commission expires: November 28, 1998



Beverly Abner

Notary Public, State of Florida

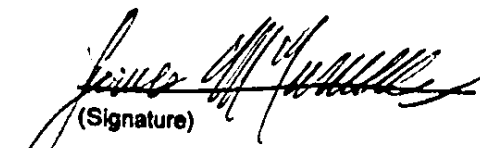


FILED
06 MAY 23 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATEMENT OF REGISTERED AGENT

I, James McNamara, accept the office of Registered Agent and agree to abide by the rules of said Registered Agent duties as set forth in the Florida Statutes. I am located at
2580 Northwest 89th Avenue
Sunrise, Florida 33322

My mailing address is: 2580 Northwest 89th Avenue
Sunrise, Florida 33322


(Signature)

STATE OF FLORIDA
COUNTY OF DADE

Sworn to and subscribed before me

this 15 day of May, 1996


Notary Public, State of Florida

My commission expires.
(seal)

OFFICIAL NOTARY SEAL
BEVERLY L. ABNER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC417405
MY COMMISSION EXP. NOV. 28, 1998