JUL-17 96 16:15 FROM:XL CORP & RESEARCH 212-431-1441 TO:FLORIDA SOS PAGE:04

P96000060353

7/17/96
4:0? PM

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

(((H96000009945)))

TO: DIVISION OF CORPORATIONS
CORPORATE SERVICES
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: BLUMBERG EXCELSIOR
62 WHITE ST
NEW YORK NY 10013- 000
CONTACT: CATHY LEACH
PHONE: (212) 431-5000
FAX: (212) 431-1441

(((H96000009945)))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: WA MANAGEMENT, INC.
FAX AUDIT NUMBER: H96000009945
DATE REQUESTED: 07/17/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 2
ESTIMATED CHARGE: $70.00

CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:59:51
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER:
075350000353

Note: Please print this page and use it as a cover sheet when
submitting
documents to the Division of Corporations. Your document cannot be
processed
without the information contained on this page. Remember to type the
Fax Audit
number on the top and bottom of all pages of the document.
(((H96000009945)))

A 7/18

FILED
96 JUL 17 PM 5:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUL 17 PM 4:26
DIVISION OF CORPORATIONS

FILED
96 JUL 17 PM 5:33

ARTICLES OF INCORPORATION

OF

WA MANAGEMENT, INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is WA MANAGEMENT, INC.

2. The duration of the corporation shall be perpetual.

3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

4. The aggregate number of shares which the corporation shall have authority to issue is 200 NPV shares, all without par value and of one class.

5. The principal address and mailing address of the corporation will be 2012 HOLLYWOOD BLVD., HOLLYWOOD, FL. 33020 and the name of its initial registered agent at such address is ROBERT D. WERTH.

6. The number of directors constituting the initial board of directors is TWO and the name and address of each person who is to serve as a member thereof is as follows: STEPHEN ANFANG, 2012 HOLLYWOOD BLVD., HOLLYWOOD, FL. 33020 and ROBERT D. WERTH, 2012 HOLLYWOOD BLVD., HOLLYWOOD, FL. 33020

7. The name and address of the sole incorporator is: JOSE MOJICA, c/o *BlumbergExcelsior Corporate Services, Inc.*, 62 White Street, 2nd Floor, New York, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 07/17/96

JOSE MOJICA
Sole Incorporator

BlumbergExcelsior
62 White Street
New York, NY 10013
212-431-5000

H96000009945

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of WA MANAGEMENT, INC., the within named corporation.

Dated: July 17, 1996

ROBERT D. WERTH

FILED
96 JUL 17 PM 5:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BlumbergExcelsior
62 White Street
New York, NY 10013
212-431-5000

H96000009945