

7/17/96
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FLORIDA DIVISION OF CORPORATIONS

((H96000009945))

TO: DIVISION OF CORPORATIONS

CORPORATION SERVICE

DEPARTMENT OF STATE

STATE OF FLORIDA

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OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: WA MANAGEMENT, INC.

FAX AUDIT NUMBER: H96000009945

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**ARTICLES OF INCORPORATION
OF
WA MANAGEMENT, INC.**

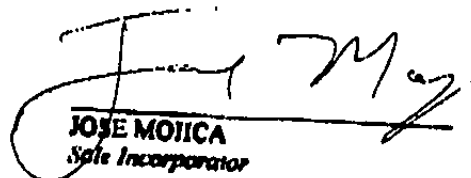
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THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

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
ROBERT D. WERTH

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