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TO: Division of
CORPORATIONS

Gregory J. Ersek, Counsel
A Professional Association

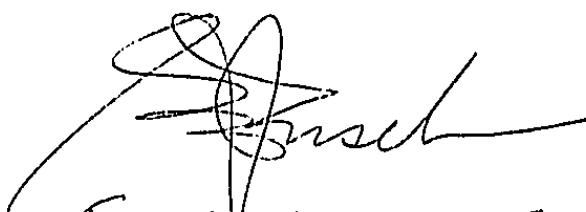
These two attached charters are being sent by express delivery. Please process today if possible.
Further, two extra copies of each are enclosed in addition to the required extra copy. Please kindly stamp
each as received and return them all to the below special address of mine: **WE DO NOT
NEED A CERTIFIED COPY.**

RE: W.P. MANAGEMENT, INC. TWO
W.P.V., INC. CORPS.

500001942545
-09/09/96--01050--019
***245.00 ***122.50

RETURN TO:

GREGORY J. ERSEK, ESQ.,
ATLANTIC ELECTRONICS
1232 N.E. 26TH STREET
FT. LAUDERDALE, FL 33305



FLA. BAR. NO. 561770

GREGORY J. ERSEK

CHECK No. 207

ENCLOSED

\$ 122.50

\$ 122.50

\$ 245.00

FILED
96 SEP -9 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-11-96
KR

ARTICLES OF INCORPORATION OF W. P. V., INC.

FILED
SEP 19 1996
CLERK OF THE COURT
STATE OF FLORIDA

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

ARTICLE ONE: NAME The name of the corporation shall be W. P. V., Inc. The address of the principal office of this corporation shall be 535 North Andrews Avenue, Ft. Lauderdale, Florida 33301, and the mailing address shall be the same.

ARTICLE TWO: 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 THREE: CAPITAL STOCK The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE FOUR: ADDRESS The street address of the initial registered office of the corporation shall be 17820 N.W. 18th Avenue, Miami, Florida 33056, and the name of the initial registered agent of the corporation at that address is Gregory J. Ersek, Esquire, Member, the Florida Bar, No. 561770.

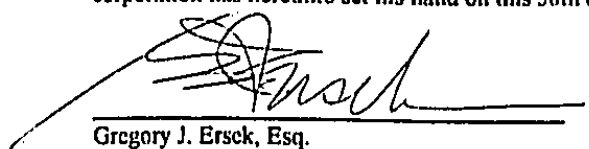
ARTICLE FIVE: OFFICERS AND DIRECTORS This corporation shall have three officers and directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Alan Craig, President, Director 535 North Andrews Avenue, Ft. Lauderdale, FL 33301
Hillary Joyelle Craig, Secretary, Treasurer, Director 535 North Andrews Avenue, Ft. Lauderdale, FL
Donal F. O'Brien, Vice President, Director 1232 N.E. 26th Street, Ft. Lauderdale, FL 33311

ARTICLE SIX: TERM OF EXISTENCE This corporation is to exist perpetually.

ARTICLE SEVEN: INCORPORATOR The name and street address of the incorporator to these Articles of Incorporation is: Gregory J. Ersek, Esq., 17820 N.W. 18th Avenue, Miami, Florida 33056

IN WITNESS WHEREOF, the undersigned registered agent and incorporator of the above-indicated corporation has hereunto set his hand on this 30th day of August, 1996.



Gregory J. Ersek, Esq.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Gregory J. Ersek, Esq., having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Gregory J. Ersek, Esq.