

OCT- 4-96 FRI 12:01

9600008332

10/04/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:00 PM

((H96000013981 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: BOCA TITLE INC.
CONTACT: JOHN W SMITH
PHONE: (407)391-9347

ACCT#: 075350000233

FAX #: (407)338-9133

NAME: WATERFRONT LUXURY ESTATES, ~~LTD.~~
AUDIT NUMBER.....H96000013981
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1
CERT. COPIES.....0

PAGES..... 3
DEL.METHOD.. FAX
EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:04:00

RECEIVED
96 OCT -9 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 OCT -9 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

896A - 46032
WALSH - 21074
10/4/96

OCT- 8-88 WED 12:34
304-922-3700

10/04/00 10:05 P1. Dept. of State p1 /1

P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

October 4, 1996

BOCA TITLE INC.

SUBJECT: WATERFRONT LUXURY ESTATES, LTD.
REF: W96000021077

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX And. #: W96000013981
Letter Number: 296A00045538

RECEIVED

96 OCT -9 PM 12:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4 pages

904-922-4001

W96-21074

OCT- 9-88 WED 12:34

P. 02

H96000013981

**ARTICLES OF INCORPORATION
OF
WATERFRONT LUXURY ESTATES, INC.**

FILED
96 OCT-9 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, 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:

WATERFRONT LUXURY ESTATES, INC.

The address of the principal office of this corporation shall be 2350 N. FEDERAL HIGHWAY, BOCA RATON, FLORIDA 33431, 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 businesses permitted under the laws of the United States, the State of Florida or any other state, county, 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 100,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2350 N. FEDERAL HIGHWAY, BOCA RATON, FLORIDA 33431, and the name of the initial registered agent of the corporation at that address is BRADFORD GEISEN.

ARTICLE V. TERM OF EXISTANCE

This corporation is to exist perpetually.

Prepared by:

**JOHN W. SMITH, ESQ. (302133)
2010 N. FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33431
407-361-8347**

H96000013981

H96000013981

ARTICLE VI. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

SCOTT RAND,
President

455 SANDALWOOD LANE
BOCA RATON, FLORIDA 33487

86 Vice-President-

BRADFORD GEISEN,
Secretary

811 S. COUNTRY CLUB BLVD.
BOCA RATON, FLORIDA 33487

DAVID FREISMAN,
Treasurer

1200 WINDEMERE COURT
NISKAYUNA, NY 12000

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 3 Director(s), initially. The names and addresses of the initial members of the Board of Directors are:

SCOTT RAND,
DIRECTOR

455 SANDALWOOD LANE
BOCA RATON, FLORIDA 33487

BRADFORD GEISEN,
DIRECTOR

811 S. COUNTRY CLUB BLVD.
BOCA RATON, FLORIDA 33487

DAVID FREISMAN,
DIRECTOR

1200 WINDEMERE COURT
NISKAYUNA, NY 12000

ARTICLE VIII. INCORPORATOR

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

BRADFORD GEISEN
2250 N. FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33431

ARTICLE IX. SUBCHAPTER 2

This corporation shall be organized to comply with the provisions of Subchapter 2 of the

H96000013981

OCT- 9-88 WED 12:35

P. 04

H96000013981

Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE X. PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal on OCTOBER 4, 1988.


BRADFORD GEISEN

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

BRADFORD GEISEN 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 607.0608, Florida Statutes.


BRADFORD GEISEN

H96000013981