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Law Offices  
**MOODY, JONES & MONTEFUSCO, P.A.**

STEVE E. MOODY  
KENNETH M. JONES  
FRANK A. MONTEFUSCO\*  
MATTHEW G. KRAUSE

\* Also Admitted in New Jersey

BARNETT BANK BUILDING  
SUITE 201  
1333 S. UNIVERSITY DRIVE  
PLANTATION, FLORIDA 33324

TELEPHONE (954) 473-6605  
TELEFAX (954) 473-6855

January 22, 1997

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-01/28/97--01174--005  
\*\*\*122.50 \*\*\*122.50

Secretary of State  
Corporations Division  
P. O. Box 6327  
Tallahassee, FL 32314

Re: **SCOTT WAUTERS, INC.**

Gentlemen:

Enclosed please find an original and one copy of the properly executed Articles of Incorporation for **SCOTT WAUTERS, INC.**, together with my trust account check in the amount of \$122.50 to cover the following costs:

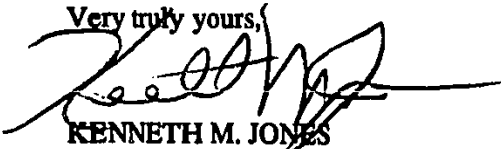
|                               |                  |
|-------------------------------|------------------|
| Filing Fee:                   | \$ 35.00         |
| Certified Copy:               | \$ 52.50         |
| Registered Agent Designation: | \$ 35.00         |
| <b>TOTAL:</b>                 | <b>\$ 122.50</b> |

**EFFECTIVE DATE**

1-22-97

Please return a certified copy of the Certificate of Incorporation to me at the address above.  
Your cooperation is most appreciated.

Very truly yours,

  
KENNETH M. JONES

KMJ/mlm  
Enclosures

JAN 30

BSB

FILED  
JAN 27 AM 10:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
SCOTT WAUTERS, INC.

FILED

97 JAN 27 AM 10:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED, hereby subscribed to the following document for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

ARTICLE I.

EFFECTIVE DATE  
1-22-97

The name of the corporation shall be SCOTT WAUTERS, INC.

ARTICLE II.

The street address of the initial principal office of this corporation is 11153 Harbour Springs Circle, Boca Raton, Florida 33428 and the name and address of the initial registered agent of this corporation is SCOTT WAUTERS, 11153 Harbour Springs Circle, Boca Raton, Florida 33428.

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE III.

The nature of the business or purpose to be conducted or promoted are any such activities as are lawful and for which corporations may be organized under the general corporation law of Florida; provided, however, the powers, rights and privileges provided in this certificate are not to be deemed to be in limitation of similar, other, or additional powers, rights and privileges granted or permitted to this corporation by the general corporation law of this state under which this corporation by virtue hereof becomes deemed to be incorporated it being intended that this corporation shall be authorized to have and shall have the powers, rights and privileges granted to or permitted to corporations by such statute.

ARTICLE IV.

The total authorized capital stock of this corporation shall consist of 7,500 shares at ONE DOLLAR (\$1.00) per share par value, which shall be common stock. The Board of Directors may, from time to time, fix a consideration for which shares may be issued and sold.

ARTICLE V.

The amount of capital which this corporation shall commence business with shall not be less than \$500.00.

ARTICLE VI.

The corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these articles.

**ARTICLE VII.**

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than one (1) and no more than five (5) directors.

The officers of this corporation shall be a President and Secretary, and such other officers as may be set forth in the By-Laws.

**ARTICLE VIII.**

The name and address for the members of the first Board of Directors, who shall hold office from the organization of this corporation to the first annual meeting thereof, or until their successors are elected and have qualified, is as follows:

Scott Wauters

11153 Harbour Springs Circle  
Boca Raton, Florida 33428

**ARTICLE IX.**

The following shall hold office named until his successor shall be regularly elected and qualified:

President/Secretary

Scott Wauters  
11153 Harbour Springs Circle  
Boca Raton, Florida 33428

**ARTICLE X.**

The name and address of the subscriber is:

Scott Wauters

11153 Harbour Springs Circle  
Boca Raton, Florida 33428

**ARTICLE XI.**

The corporation hereby designates SCOTT WAUTERS, 11153 Harbour Springs Circle, Boca Raton, Florida 33428 as Registered Agent for service of process.

Said registered agent having been named to accept service of process for the corporations agrees to act in this capacity and agrees to comply with the provisions of Florida Statute 48.901 relative thereto.

  
\_\_\_\_\_  
SCOTT WAUTERS

I, THE UNDERSIGNED, being the subscriber of the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make and file these Articles of Incorporation hereby declaring and

certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 22 day of January, 1997.

Scott Wauters  
SCOTT WAUTERS

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared SCOTT WAUTERS, who is to me well known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he signed the same freely and voluntarily and for the purposes herein stated, and I relied upon the following form(s) of identification of the above-named person:

WITNESS my hand and official seal at PLANTATION  
at Broward County, Florida, this 22 day of January, 1997.

[Signature]  
NOTARY PUBLIC

MY COMMISSION EXPIRES:



Kenneth M. Jones  
MY COMMISSION # CC522043 EXPIRES  
April 30, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.