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2/26/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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ACCT#: 070744001530

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NAME: WATERMEN HOMES CORPORATION

AUDIT NUMBER.....H97000003360

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 1

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H97-3360

ARTICLES OF INCORPORATION

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Article 1: Name of Corporation WATERMEN HOMES CORPORATION

Address of Corporation 717 PONCE DE LEON BOULEVARD SUITE 322

CORAL GABLES, FLORIDA 33134

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE:

and

REGISTERED AGENT:

EDDY GARCIA

518 EAST 54th STREET

HIALEAH, FLORIDA 33013

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

 2/26/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)

First listed is President. Second is Secretary/Additional Directors.

1. EDDY GARCIA

MARTY CAPARROS

518 EAST 54th STREET

10221 EAST BROADVIEW DRIVE

HIALEAH, FLORIDA 33013

BAY HARBOR, FLORIDA 33154

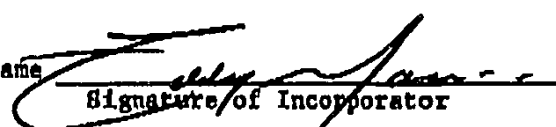
Article 5: The Name and Address of the INCORPORATOR is:

EDDY GARCIA

518 EAST 54th STREET

HIALEAH, FLORIDA 33013

In witness whereof I have subscribed my name


Signature of Incorporator

EDDY GARCIA

H97-3360

Prepared by:

ICE INDUSTRIES, INC.

64 NW 11th Street

Miami, FL 33138

305-358-2571