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4/03/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.  
CONTACT: PAM FRIEDMAN  
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: WATERMEN PLAZA, INC.  
AUDIT NUMBER.....H97000005465  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 1  
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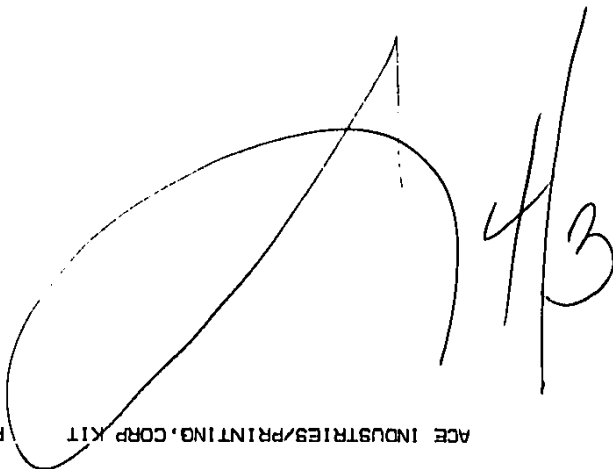
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TALLAHASSEE, FLORIDA

H97-5465

# ARTICLES OF INCORPORATION

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Article 1: Name of Corporation WATERMEN PLAZA, INC.  
Address of Corporation 717 PONCE DE LEON BOULEVARD Suite 322  
CORAL GABLES, FLORIDA 33134

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: EDDY GARCIA  
and 518 EAST 54th STREET  
REGISTERED AGENT: HIALEAH, FLORIDA 33013

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

[Signature] 4/2/97  
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 518 EAST 54th STREET, HIALEAH, FLORIDA 33013  
2. MARTY CAPARROS 10221 EAST BROADVIEW DRIVE MIAMI, 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]  
Signature of Incorporator

EDDY GARCIA

H97-5465

Prepared by:

**ace INDUSTRIES, INC.**  
54 NW 11th Street  
Miami, FL 33136  
305-358-2571