

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 16 PM 3:16

P970000089344

WaveStar Holdings, Inc.

____ Art of Inc. File _____
____ LTD Partnership File **700002320747--8**
____ Foreign Corp. File **-10/15/97--01008--026**
____ L.C. File _____
____ Fictitious Name File _____
____ Name Reservation _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

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DIVISION OF CORPORATIONS

RP
10-16-97

Signature

Requested by: *Cher* *10.15* *939*

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 15, 1997

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: WAVESTAR HOLDINGS, INC.
Ref. Number: W97000023510

We have received your document for WAVESTAR HOLDINGS, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 297A00050438

ARTICLES OF INCORPORATION

OF

WAVESTAR HOLDINGS, INC.

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THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is WAVESTAR HOLDINGS, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose of this corporation is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The corporation is authorized to issue one thousand (1000) shares, all of one class at no par value.

ARTICLE V

This corporation shall have one director initially. The number of directors may either be increased or decreased from time to time by an amendment of the By-laws of the corporation in the

manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

SEAN L. MOORE
Third Floor
2900 East Oakland Park Boulevard
Fort Lauderdale, Florida 33306

ARTICLE VI

The name of the initial registered agent and the initial registered office address of this corporation is as follows:

SEAN L. MOORE
Third Floor
2900 East Oakland Park Boulevard
Fort Lauderdale, Florida 33306
This address also serves as the principal address and mailing address of the corporation.

ARTICLE VII

The name and address of the incorporator signing these Articles of Incorporation is:

SEAN L. MOORE
Third Floor
2900 East Oakland Park Boulevard
Fort Lauderdale, Florida 33306

ARTICLE VIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto, and any rights conferred upon the shareholders are subject to reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of October, 1997.

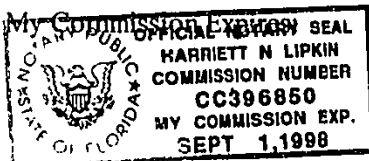
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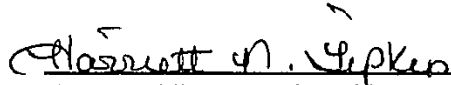
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SEAN L. MOORE

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared SEAN L. MOORE to me known to be the person described in and who executed the foregoing Articles of Incorporation of WAVESTAR HOLDINGS, INC., and he acknowledged before me that he freely and voluntarily did so according to law.




Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT

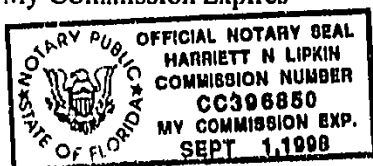
I, SEAN L. MOORE, do hereby accept the office of Registered Agent for the corporation WAVESTAR HOLDINGS, INC., and the responsibilities and duties thereof.

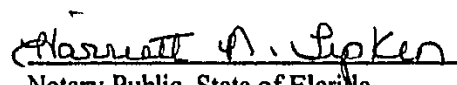

SEAN L. MOORE

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared SEAN L. MOORE, to me known to be the person described in and who executed the foregoing Acceptance of the Office of Registered Agent for the corporation, WAVESTAR HOLDINGS, INC., and he acknowledged that he freely and voluntarily did so according to law.

My Commission Expires




Notary Public, State of Florida