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ACCOUNT NO. : 072100000032

REFERENCE : 617266 72072

AUTHORIZATION : Patricia Pzyut

COST LIMIT : \$ 122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC -1 AM 8:39

ORDER DATE : December 1, 1997

ORDER TIME : 2:01 PM

ORDER NO. : 617266-005

CUSTOMER NO: 7207A

700002359737--3

CUSTOMER: Geoffrey S. Mombach, Esq  
MOMBACH BOYLE & HARDIN, P.A.

Suite 1950  
500 E. Broward Boulevard  
Fort Lauderdale, FL 333943078

RECEIVED  
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DIVISION OF CORPORATION

DOMESTIC FILING

NAME: WBS PROPERTIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

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12/2/97

ARTICLES OF INCORPORATION  
OF

WBS PROPERTIES, INC.

FILED  
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DIVISION OF CORPORATIONS  
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ARTICLE I

The name of the corporation is WBS PROPERTIES, INC. and its mailing address and principal place of business is 288-Z Smith Sundy Road, Delray Beach, Florida 33446.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida Business Corporation Act.

ARTICLE IV

The corporation is authorized to issue one thousand (1,000) shares of capital stock of the par value of One Dollar (\$1.00) each.

ARTICLE V

The street address of the initial registered office of the corporation is 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394 and the name of the initial registered agent of the corporation at that address is Geoffrey S. Mombach.

ARTICLE VI

The corporation shall have initially three (3) directors. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The names and addresses of the initial directors of the corporation are:

Steven Wolf  
288-Z Smith Sundy Road  
Delray Beach, Florida 33446

Fred Bilowit  
288-Z Smith Sundy Road  
Delray Beach, Florida 33446

Israel Szmiga  
288-Z Smith Sundy Road  
Delray Beach, Florida 33446

#### ARTICLE VII

The name and address of the person signing these Articles is: Geoffrey S. Mombach, 500 East Broward Boulevard, Suite 1950, Fort Lauderdale, Florida 33394-3079.

#### ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

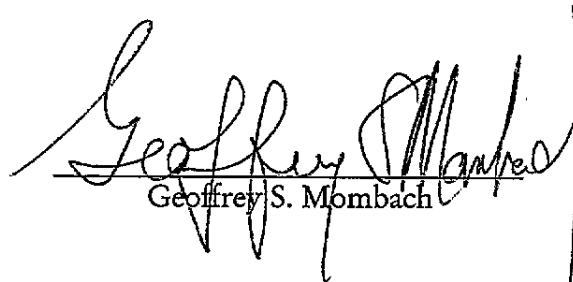
#### ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE X

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

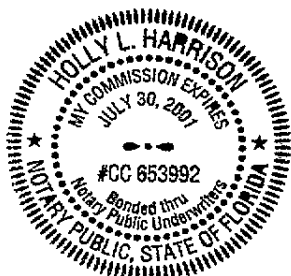
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this \_\_\_\_\_ day of November, 1997.


  
Geoffrey S. Mombach

STATE OF FLORIDA     )

COUNTY OF BROWARD)

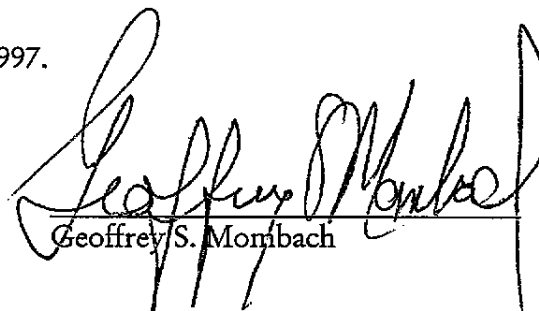
The foregoing instrument was acknowledged before me this 25 day of November, 1997, by Geoffrey S. Mombach, who is personally known to me.



  
Typed/Printed Name:  
Notary Public - State of Florida  
Commission Expires:  
Commission Number:

I, Geoffrey S. Mombach, hereby accept the designation of Resident Agent for service of process upon WBS Properties, Inc., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this \_\_\_\_ day of November, 1997.

  
Geoffrey S. Mombach

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