



THE UNITED STATES
CORPORATION
COMPANY

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FILED

98 APR 14 PM 3:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 780585 6099A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 14, 1998

ORDER TIME : 11:15 AM

ORDER NO. : 780585-005

CUSTOMER NO: 6099A

CUSTOMER: Ms. Laraine C. Charbonneau
MOYLE FLANIGAN KATZ FITZGERALD
& SHEEHAN
625 N. flagler Drive, 9th Floor
P. O. Box 3888
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: W.A. SERVICES, INC.

EFFECTIVE DATE:

000002488410--8
-04/14/98--01064--019
*****70.00 *****70.00

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

RECEIVED
98 APR 14 PM 1:10
DIVISION OF CORPORATION

P. Hall

APR 14 1998

ARTICLES OF INCORPORATION

OF

W.A. SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be W.A. SERVICES, INC. (the "Corporation").

ARTICLE II

Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 2680 Rockcrest Court, Palm Springs, Florida 33415.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

(b) For the purpose of transacting any or all lawful business.

(c) To do any and everything pertinent to the above.

ARTICLE IV Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 North Flagler Drive, 9th Floor, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is Paul A. Krasker, Esquire.

ARTICLE VIII
Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors maybe increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this Corporation are as follows:

William M. Dunn	2680 Rockcrest Court Palm Springs, Florida 33415
Alexis M. Dunn	2680 Rockcrest Court Palm Springs, Florida 33415

ARTICLE IX
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.


ARTICLE X
Indemnification

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

ARTICLE XI
Incorporator

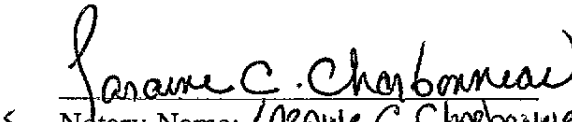
The name and address of the person signing these Articles are as follows: William M. Dunn, 2680 Rockcrest Court, Palm Springs, Florida 33415.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 13 day of April, 1998.

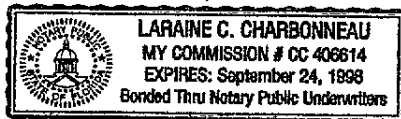

William M. Dunn

STATE OF FLORIDA)
COUNTY OF PALM BEACH)


The foregoing instrument was acknowledged before me this 13 day of April, 1998, by
William M. Dunn, as Incorporator of W.A. Services, Inc., on behalf of the Corporation, and he
is personally known to me. or has produced N/A as identification
and did take an oath.


Notary Name: LARAIN C. Charbonneau
Notary Public
Serial (Commission) Number
(if any) _____

(NOTARY STAMP)



I hereby accept appointment as Registered Agent of W.A. SERVICES, INC. as provide in Article
VII, hereof.


Paul A. Krasker
Registered Agent

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