

P98000087253

LAW OFFICES OF
POSESS & WALSER, P.A.

7015 BERACASA WAY, SUITE 201
(CORNER OF PALMETTO PARK & POWERLINE RDS.)
BOCA RATON, FLORIDA 33433
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TAX & ESTATE PLANNING DEPARTMENT
THOMAS C. WALSER, LL.M.-ESTATE PLANNING
CARYN J. CLAYMAN, LL.M.-TAXATION
PETER HOWLEY, ACCOUNTANT

REAL ESTATE DEPARTMENT
CHARLES F. POSESS
DOUGLAS R. NEU
MONA S. WEISS
GISELE E. ASMAR

October 5, 1998

Secretary of State of Florida
Corporation Division
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

Re: BEST WATCH, INC.

000002660660--8
-10/09/98--01070--009
****122.50 *****78.75

Dear Sir:

Enclosed please find the original Articles of Incorporation to be filed for the above-referenced corporation.

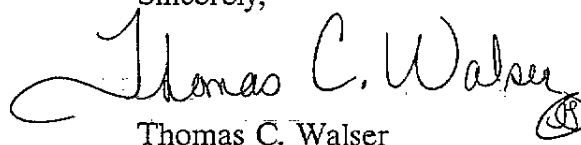
Also enclosed is a check for \$122.50 covering the filing fees and costs as follows:

Filing Certificate of Incorporation	\$35.00
One (1) Certified Copy	52.50
Designation of Registered Agent	<u>35.00</u>
Total	<u>\$122.50</u>

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -9 AM 8:25

Please return your confirmation letter regarding the incorporation and filing of this company to my office in the enclosed stamped self-addressed envelope.

Sincerely,


Thomas C. Walser

TCW:jl

cc: Harold S. Sharker
Glenn Bailey

(inform\3273ss.ltr)

B. BROCK OCT 13 1998

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

BEST WATCH, INC.

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **BEST WATCH, INC.** The principal office and mailing address is 4801 Linton Blvd., 11A-298, Delray Beach, FL 33445.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 1,000 Common Shares at \$1.00 par value.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -9 AM 8:25

ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are:
None.

ARTICLE VII

The street address of the initial registered office of the corporation is 7015 Beracasa Way, Suite 201, Boca Raton, FL 33433, and the name of its initial registered agent at such address is Caryn J. Clayman.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as Director

until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS(ES)</u>
Harold S. Sharker	4801 Linton Blvd., 11A-298, Delray Beach, FL 33445

ARTICLE IX

The name and address of each incorporator is/are:

<u>NAME(S)</u>	<u>ADDRESS(ES)</u>
Caryn J. Clayman	7015 Beracasa Way, Suite 201 Boca Raton, FL 33433

DATED this 5th day of October, 1998.

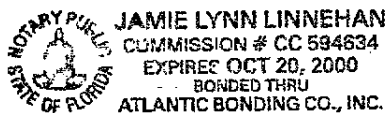
Caryn J. Clayman
Caryn J. Clayman, Incorporator

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me, this 5th day of October, 1998, by Caryn J. Clayman who is personally known to me, or who has produced a _____ as identification.

My Commission Expires:

Jamie Lynn Linnehan
Notary Public



JAMIE LYNN LINNEHAN

CONSENT OF REGISTERED AGENT

I, Caryn J. Clayman, having been designated to act as Registered Agent, hereby agrees to act in this capacity.



Caryn J. Clayman,
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -9 AM 8:25