

P990000 38510

ACCREDITED FINANCIAL ACCOUNTING, INC.

2430 Shadowlawn Drive

Suite Seven

Naples, FL 34112

941-775-8588

April 23, 1999

Secretary of State
Div. Of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500002851475-5
-04/26/99-01067-007
*****70.00 *****70.00

EFFECTIVE DATE

4/23/99

Re: Waldack Enterprises, Inc.

Enclosed please find the Articles of Incorporation for Waldack Enterprises, Inc..

A check for \$70.00 is enclosed. Please return to us the charter number for the corporation. We do not require a certified copy.

Sincerely,


Glenn A. Morton

FILED
99 APR 26 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH APR 28 1999

ARTICLE OF INCORPORATION

OF

Waldack Enterprises, Inc.

The undersigned subscriber to the Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

Waldack Enterprises, Inc.
488 Echo Circle
Marco Island, FL 34145

99 APR 26 PM 1:09
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and/or all lawful business under the General Corporation act of the Florida statutes.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 500 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV
PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof at the price at which it is offered to others.

ARTICLE V

DURATION


This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 488 Echo Circle Maroc Island, FL 34145, and the name of the initial registered agent of this corporation at that address is Wayne A. Waldack. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Signed:


Wayne A. Waldack

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may never be less than one. The name and address of the initial director of this corporation are as follows:

NAME

Wayne A. Waldack

ADDRESS

488 Echo Circle
Marco Island, FL 34145

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TALLAHASSEE, FLORIDA

ARTICLE VIII
INCORPORATOR

The name and address of the person subscribing these articles is:

NAME	ADDRESS
Wayne A. Waldack	488 Echo Circle Marco Island, FL 34145

ARTICLE IX
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X
INDEMNIFICATION

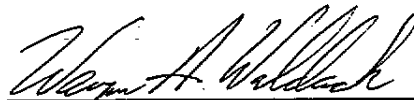
The Corporation shall indemnify any office and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE XI

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the date of subscription and acknowledgment.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles on the 23rd Day of April, 1999.

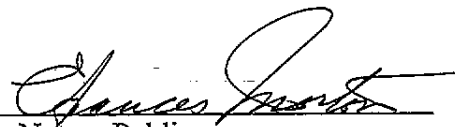

Wayne A. Waldack

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 23rd day of April, 1999 by Wayne A. Waldack.

KNOWN PERSONALLY to Me.




Notary Public
State of Florida at Large