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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002851141-7
-04/25/99-01037-023
*****70.00 *****70.00

SUBJECT: WALDMAN ENTERPRISES, INC.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00.

FROM:

ALLEN STEINHORN & CO., INC.

Name

1001 NO. U.S. HWY ONE, SUITE 510

Address

JUPITER, FL 33477

City, State, & Zip

(561) 744-2804

Telephone Number

FILED
99 APR 26 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed only when certified copy is requested.

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4-30-99
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ARTICLES OF INCORPORATION

OF

WALDMAN ENTERPRISES, INC.

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TALLAHASSEE, FLORIDA


- FIRST: The name of this Corporation is Waldman Enterprises, Inc.
- SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- THIRD: The Corporation is authorized to issue 1,000 shares of common stock, par value of one dollar per share.
- FOURTH: The Corporation's principal place of business is 5948 Westfall Road, Lake Worth, FL 33463-6733.
- FIFTH: The street address of the initial registered office of this Corporation is 5948 Westfall Road, Lake Worth, FL 33463-6733 and the agent of this Corporation at that address is David J. Waldman.
- SIXTH: This Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is David J. Waldman, 5948 Westfall Road, Lake Worth, FL 33463-6733.
- SEVENTH: The name and address of the incorporator of this Corporation is David J. Waldman, 5948 Westfall Road, Lake Worth, FL 33463-6733.
- EIGHTH: This Corporation shall indemnify, defend, and save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.
- NINTH: This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ____ day of April, 1999.


David J. Waldman

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, having been named to accept service of process for Waldman Enterprises, Inc. at the place designated in the certificate, I hereby accept the designation to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office.


David J. Waldman

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