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February 12, 1998

UNITED PARCEL SERVICE

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32399

RE: Oakies, Inc.

Gentlemen:

Enclosed please find my trust account check payable to your order in the amount of \$122.50, Articles of Incorporation, and copy of same.

Amounts on the enclosed check are broken down as follows:

\$35.00 - Filing Fee

\$35.00 - Designating Registered Agent

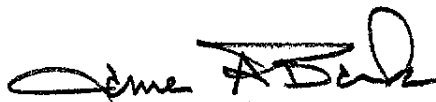
\$52.50 - Certified copy of Articles of Incorporation

800002430228-5
-02/13/98-01062-008
***122.50 ***122.50

Please file the enclosed Articles and return a certified copy of same to me in the enclosed prepaid United Parcel Service package at your earliest convenience.

Thank you for your assistance.

Very truly yours,


James A. Barks

JAB/jst

Enclosures

FILED
98 FEB 13 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

18. BROCK FEB 13 1998

ARTICLES OF INCORPORATION

OF

OAKIES, INC.

FILED
98 FEB 13 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of Incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: OAKIES, INC.

ARTICLE II. COMMENCEMENT AND DURATION

Corporate existence of this corporation shall commence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida, and this corporation is to exist perpetually.

ARTICLE III. GENERAL PURPOSE

The general purpose of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the Laws of the United States and the Laws of the State of Florida, except to do business as a bank, railroad, canal, or telephone or telegraph company.

ARTICLE IV. NUMBER OF SHARES

The maximum number of stock that this corporation is authorized to issue is: 1,000 shares of common stock with \$1.00 par value per share, said shares shall be of the same class without preference.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office and registered office of this corporation is: 560 Serenity Place, Lake Mary, Florida 32746, and the name of the initial registered agent of this corporation is ROBERT W. O'CONNOR, JR.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial directors of this corporation are:

THEODORE J. LETSCH 129 Hazel Boulevard Sanford, FL 32773	ROBERT W. O'CONNOR, JR. 560 Serenity Place Lake Mary, FL 32746
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ARTICLE VII. INCORPORATORS

The names and addresses of the persons signing these articles are:

THEODORE J. LETSCH 129 Hazel Boulevard Sanford, FL 32773	ROBERT W. O'CONNOR, JR. 560 Serenity Place Lake Mary, FL 32746
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ARTICLE VIII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to these reservations.

ARTICLE IX. STOCK TRANSFER RESTRICTIONS

Shares of capital stock of the Corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the Board of Directors:

<u>Shareholder</u>	<u>Number of Shares</u>
THEODORE J. LETSCH	100
ROBERT W. O'CONNOR, JR.	100

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 11 day of February, 1998.

Theodore J. Letsch
Theodore J. Letsch, Incorporator
Robert W. O'Connor
Robert W. O'Connor, Jr., Incorporator

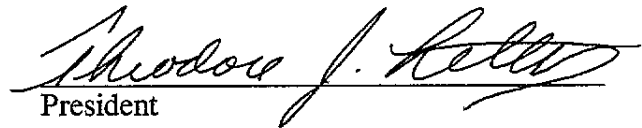
STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 11th day of February, 1998, by THEODORE J. LETSCH and ROBERT W. O'CONNOR, JR., and that I relied upon the following form of identification of the above-named persons: Personally Known, OR Produced Fla Drivers Licenses as identification

James A Barks
James A Barks
My Commission CC701765
Expires January 24, 2002

CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS OF THE OFFICE FOR SERVICE OF PROCESS
WITHIN THIS STATE

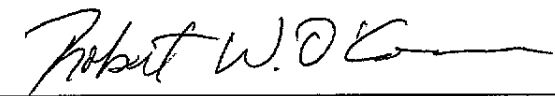
Pursuant to Florida Statutes, this is to certify that OAKIES, INC., a corporation duly organized and existing under the Laws of the State of Florida, has named ROBERT W. O'CONNOR, JR., 560 Serenity Place, Lake Mary, Florida 32746, as its agent to accept service of process within this State and the said address as the office for such service of process.



President

ACKNOWLEDGMENT

Having been named to accept service of process for the above State corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative thereto.

By: 

Registered Agent

FILED
98 FEB 13 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA