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Law Office of

Steven H. L. Bowman, P.A.

GENERAL PRACTICE
FAMILY & MARITAL LAW
REAL ESTATE LAW
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September 16, 2002

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

Re: Moldie Oldies, Inc.

700007829727--5

-09/18/02--01058--001
*****78.75 *****78.75

Madam/Sir:

Enclosed please find an original and one copy of the Articles of Incorporation for the above described corporation. Please file the original document with your office and then certify and return the copy to my office. Enclosed please find a check in the amount of \$78.75 covering the Filing Fee, the Certificate designating registered agent and the Certified Copy.

Thank you for your attention to this matter. Should you have any questions, please feel free to contact my office.

Yours very truly,

STEVEN H.L. BOWMAN, P.A.

STEVEN H.L. BOWMAN

Enclosures

FILED
02 SEP 18 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 9-19

**ARTICLES OF INCORPORATION
OF
MOLDIE OLDIES, INC.**

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SECRETARY OF STATE
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In compliance with the requirements of F.S. Chapter 607, the undersigned hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is MOLDIE OLDIES, INC.

ARTICLE II

The street address of the principal place of business of the corporation is 3173 N. Lambeth Path, Hernando, Florida 34442 and the mailing address of the corporation is P.O. Box 541, Inverness, Florida 34451.

ARTICLE III

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE V

This corporation is authorized to issue One Hundred (100) shares of One and No/100 (\$1.00) Dollar par value common stock which shall be designated as "Common Shares".

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the rights to purchase his pro-rata share thereof (as early as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The street address of the initial registered office of this corporation is 3173 N. Lambeth Path, Hernando, Florida 34442 and the name of the initial registered agent of this corporation at that address is JERRY A. BRUTON.

ARTICLE VIII

This corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the Bylaws; however, there shall never be less than one Director nor more than five.

The name and addresses of the initial Board of Directors of the corporation are as follows:

JERRY A. BRUTON
3173 N. Lambeth Path
Hernando, Florida 34442

ALEXANDER K. HANSEN
7729 E. Allen Drive
Inverness, Florida 34450

ARTICLE IX

The names and addresses of the Incorporators signing these articles are: JERRY A. BRUTON of 3173 N. Lambeth Path, Hernando, Florida 34442 and ALEXANDER K. HANSEN of 7729 E. Allen Drive, Inverness, Florida 34450.

ARTICLE X

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provision contained in these

Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 13th day of September, 2002.

Jerry A. Bruton
JERRY A. BRUTON

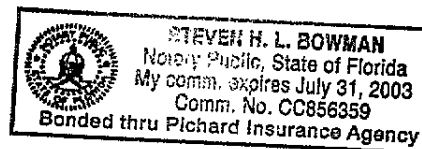
Alexander K. Hansen
ALEXANDER K. HANSEN

STATE OF FLORIDA
COUNTY OF CITRUS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JERRY A. BRUTON and ALEXANDER K. HANSEN, personally known to me to be the persons who executed the foregoing Articles of Incorporation or who provided Fla. Driver's Licenses as identification, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I hereunto set my hand and seal in the State and county aforesaid this 13th day of September, 2002.

[Signature]
NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



APPOINTMENT OF REGISTERED AGENT AND ACCEPTANCE

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted, in compliance with said Act: FIRST, that MOLDIE OLDIES, INC., desiring to organize under the laws of the State of Florida, with the location of its principal place of business, as indicated in the Articles of Incorporation, at 3173 N. Lambeth Path, Hernando, Florida 34442, has named JERRY A. BRUTON, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated:

Sept. 13 '02

Jerry A. Bruton
JERRY A. BRUTON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA