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FILED
97 APR -7 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 318351 8960A

AUTHORIZATION :

Patricia Pajute

COST LIMIT : \$ 122.50

ORDER DATE : April 3, 1997

ORDER TIME : 10:36 AM

ORDER NO. : 318351-010

CUSTOMER NO: 8960A

500002134385--5

CUSTOMER: Debbie Miller, Legal Assistant
EDWARD E. LEVINSON, P.A.

Financial Federal Bldg., ph-e
407 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: OLDAN/WISER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

RECEIVED
97 APR -4 PM 2:53
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RA#

W97-7933

APR -4 1997

RECEIVED

97 APR -7 PM 12:21



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
Sandra B. Mortham
Secretary of State

April 7, 1997

CSC NETWORKS
1200 HAYS ST.
TALLAHASSEE, FL 32308-2607

SUBJECT: OLDAN/WISER, INC.
Ref. Number: W97000007933

RESUBMIT

Please give original
submission date as file date.

We have received your document for OLDAN/WISER, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

THE REGISTERED AGENT LISTED IN YOUR ARTICLES OF INCORPORATION MUST BE CONSISTENT THROUGHOUT THE DOCUMENT.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 497A00017204

ARTICLES OF INCORPORATION
OF
OLDAN/WISER, INC.

FILED
97 APR -7 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OLDAN/WISER, INC.

The address of the principal office of this corporation shall be 520 Brickell Key Drive, BH 45, Miami, Florida 33131, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 407 Lincoln Road, Penthouse East Miami Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is Edward E. Levinson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

William E. Drier
Dir.

520 Brickell Key Drive, BH 45
Miami, Florida 33131

Mary Ellen Drier
Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

William E. Drier Pres.	520 Brickell Key Drive, BH 45 Miami, Florida 33131
Mary Ellen Drier Sec./Treas.	Same

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 4, 1997.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: _____

2. The name and address of the registered agent and office is:

EDWARD E. LEVINSON, P.A. (Name) EDWARD E. LEVINSON
407 Lincoln Road 407 Lincoln Road
Penthouse East Penthouse East

Miami Beach, Florida 33139. Box NOT acceptable Miami Beach, Florida 33139

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE _____

DATE _____

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314