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Joseph E. Roth Certified Public Accountant 8695 College Parkway, Suite 305 Fort Myers, FL 33919 PH (941)466-6590 FX (941)466-9489

January 13, 1999

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

Re: Oldman Corporation

Dear Sirs:

Enclosed find two copies of Articles of Incorporation for the above corporation and a \$122.50 check for the filing fee.

Please mail me the approved copy at the above address.

Please advise if you need additional information.

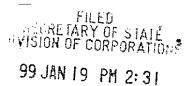
Respectfully,

Jusiph E. Roth

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ARTICLES OF INCORPORATION

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Act, Hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be: Oldman Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1520 SW 51st Lane Cape Coral, Florida 33914

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares \$1 par, common stock.

ARTICLE IV INITIAL REGISTERED AGENT

The name and Florida street address of the initial registered agent:

John R. Koch 1520 SW 51st Lane Cape Coral, Florida 33914

ARTICLE V INCORPORATOR

The <u>name and address</u> of the incorporator to these Articles of Incorporation are:

John R. Koch 1520 SW 51st Lane Cape Coral, Florida 33914

Signature/Incorporator

1/13/99

Date

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/Registered Agent

Date