

KORTA & COMPANY

4230 South MacDill Avenue, Suite E • Tampa, Florida 33611
Phone 813-837-8711 • Fax 813-832-4727

195000050625

June 22, 1995

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

Subject . BARRON ASSET MANAGEMENT, INC.

500001523705
-06/27/95--01018--012
*****70.00 *****70.00

Enclosed please find the original and one copy of the Articles of Incorporation and Registered Agent Designation for the above mentioned corporation and a check in the amount of \$70.00 (Filing Fee).

From : Jack Korta
Korta & Company, Inc.
4230 S. MacDill Ave Ste. E
Tampa, FL 33611

If you have any questions, please do not hesitate to call.

Sincerely,

Jack Korta

Jack Korta

JK/mh
Enclosures (3)

JUN 28 1995 BSB

FILED
95 JUN 27 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BARRON ASSET MANAGEMENT, INC.**

FILED
95 JUN 27 PM 3: 57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation shall be:
BARRON ASSET MANAGEMENT, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing
on July 1, 1995

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting
any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Two Hundred (200)
shares of \$1.00 Par Value Stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power
for the election of Directors and for all other purposes shall be
vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this
Corporation of the same kind, class or series as that which is
already held, shall have the right to purchase his pro rate share
thereof (as nearly as may be done without assurance of fractional
shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered agent of this
Corporation is 205 South Hoover Blvd., Suite 205, Tampa, FL 33609
and the principal place of business and mailing address of this Corporation is
205 South Hoover Blvd., Suite 205, Tampa, FL 33609 and the
name of the initial registered agent of this Corporation
JOHN BOYER.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors initially. The number of Directors may either be increased or diminished from time to time by the By-laws, but shall never be less than one.

The names and addresses of the initial Directors of this Corporation are as follows:

John Boyer
205 South Hoover Blvd.
Suite 205
Tampa, FL 33609

W.E. Sutton
205 South Hoover Blvd.
Suite 404
Tampa, FL 33609

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

John Boyer
205 South Hoover Blvd.
Suite 205
Tampa, FL 33609

W.E. Sutton
205 South Hoover Blvd.
Suite 404
Tampa, FL 33609

ARTICLE IX - 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 this reservation.

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI - INDEMNIFICATION

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

John R. Boyer
Director (Incorporator) Signature

6/19/95
Date

John R. Boyer
Director (Incorporator) Signature

6/19/95
Date

FILED

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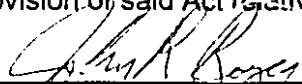
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

First: BARRON ASSET MANAGEMENT, INC. desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Tampa, County of Hillsborough, State of Florida, has named JOHN BOYER, whose business office is located at 205 South Hoover Blvd., Suite 205, Tampa, FL 33609 as its registered 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 provision of said Act relative to keeping open said office.



Registered Agent Signature



Date