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ACCOUNT NO. : 072100000032

REFERENCE : 009941 7142633

AUTHORIZATION : *Patricia Pijoto*

COST LIMIT : \$ 70.00

ORDER DATE : October 27, 1998

ORDER TIME : 9:22 AM

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ORDER NO. : 009941-005

CUSTOMER NO: 7142633

CUSTOMER: Mr. Ronald M. Cherp, Cpa
MR. RONALD M. CHERP, CPA
MR. RONALD M. CHERP, CPA
3859 Bee Ridge Road, #101

Sarasota, FL 34233

DOMESTIC FILING

NAME: ASSET MANAGEMENT OF SARASOTA,
INC.

EFFECTIVE DATE: -

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

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10/28/98

RECEIVED
98 OCT 28 AM 11:39
DIVISION OF CORPORATIONS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 28 PM 2:37

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 28 PM 2:37

ARTICLES OF INCORPORATION
OF
ASSET MANAGEMENT OF SARASOTA, INC.

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:

ASSET MANAGEMENT OF SARASOTA, INC.

The address of the principal office of this corporation shall be 1832 Cottonwood Trail, Sarasota, Florida 34232, 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 no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1832 Cottonwood Trail, Sarasota, Florida 34232, and the name of the initial registered agent of the corporation at that address is Barbara A. Fager.

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 one Director, initially. The name and address of the initial member of the Board of Directors are:

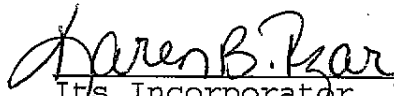
Barbara A. Fager 1832 Cottonwood Trail,
Sarasota, Florida 34232

ARTICLE VII. INCORPORATOR

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

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these
Articles of Incorporation on October 28, 1998.


Its Incorporator, Karen B. Rozar

CKS

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

BARBARA A. FAGER an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

ASSET MANAGEMENT OF SARASOTA, INC.

BARBARA A. FAGER is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Barbara A. Fager

Typed Name: BARBARA A. FAGER