



F00000007089

ACCOUNT NO. : 072100000032

REFERENCE : 934356 4341762

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 70.00

ORDER DATE : December 15, 2000

ORDER TIME : 10:30 AM

ORDER NO. : 934356-005

800003510088--4

CUSTOMER NO: 4341762

CUSTOMER: Pat Junker, Legal Assistant
Klett Rooney Lieber &
40th Floor
One Oxford Centre
Pittsburgh, PA 15219

FOREIGN FILINGS

NAME: INVESMART OF AUSTIN, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis EXT# 1165

EXAMINER:

2000 DEC 21 AM 11:21

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 21 PM 2:31

FILED

ByK

12/21

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Invesmart of Austin, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Texas

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. January 4, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 11130 Jollyville Road, Suite 100, Austin, TX 78759

(Principal office address)

Penn Center West, Building Six, Suite 211, Pittsburgh, PA 15276

(Current mailing address)

8. Retirement planning and investment services

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company



Carol K Dolor

(Registered agent's signature)

Authorized Representative

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
DEC 21 PM 2:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Nicola Battaglia

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Nicola Battaglia, Treasurer

(Typed or printed name and capacity of person signing application)

FILED
00 DEC 21 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INVESMART OF AUSTIN, INC.

EXHIBIT A

00 DEC 21 PM 2:34
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIRECTORS:

NAME	ADDRESS
J.E. Britton, III	Penn Center West, Building Six, Suite 211 Pittsburgh, PA 15276
Mark R. Gensheimer	Penn Center West, Building Six, Suite 211 Pittsburgh, PA 15276
John J. McGlothlin	11130 Jollyville Road, Suite 100 Austin, TX 78759

OFFICERS:

NAME	TITLE	ADDRESS
J.E. Britton, III	Chief Executive Officer	Penn Center West, Building Six, Suite 211 Pittsburgh, PA 15276
John J. McGlothlin	President	11130 Jollyville Road Suite 100 Austin, TX 78759
Craig S. Heryford	Secretary	Penn Center West, Building Six, Suite 211 Pittsburgh, PA 15276
Nicola Battaglia	Treasurer	Penn Center West, Building Six, Suite 211 Pittsburgh, PA 15276



FILED
00 DEC 21 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

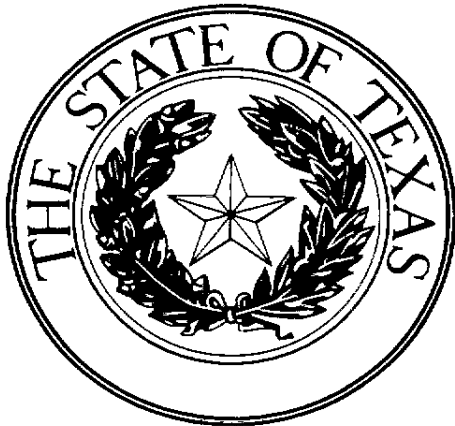
The State of Texas

SECRETARY OF STATE


IT IS HEREBY CERTIFIED that
Articles of Incorporation of

INVESMART OF AUSTIN, INC.
File No. **1563588**

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
Austin, Texas on December 18, 2000.*



Elton Bomer
Secretary of State

BAM