

**Electronic Articles of Incorporation
For**

P05000027626
FILED
February 22, 2005
Sec. Of State
sprather

MCCARTHY ASSET MANAGEMENT INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MCCARTHY ASSET MANAGEMENT INC.

Article II

The principal place of business address:

6118 RIVERVIEW BLVD., W.
BRADENTON, FL. US 34209

The mailing address of the corporation is:

6118 RIVERVIEW BLVD., W.
BRADENTON, FL. US 34209

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

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

MICHAEL MCCARTHY
6118 RIVERVIEW BLVD., W.
BRADENTON, FL. 34209

I certify that I am familiar with and accept the responsibilities of registered agent.

P05000027626
FILED
February 22, 2005
Sec. Of State
sprather

Registered Agent Signature: MICHAEL MCCARTHY

Article VI

The name and address of the incorporator is:

MICHAEL MCCARTHY
6118 RIVERVIEW BLVD., W.
BRADENTON FL 34209

Incorporator Signature: MICHAEL MCCARTHY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
MICHAEL MCCARTHY
6118 RIVERVIEW BLVD., W.
BRADENTON, FL. 34209 US

Title: VP
MICHAEL MCCARTHY
6118 RIVERVIEW BLVD., W.
BRADENTON, FL. 34209 US

Title: T
MICHAEL MCCARTHY
6118 RIVERVIEW BLVD., W.
BRADENTON, FL. 34209 US

Title: S
MICHAEL MCCARTHY
6118 RIVERVIEW BLVD., W.
BRADENTON, FL. 34209 US

Title: DIR
MICHAEL MCCARTHY
6118 RIVERVIEW BLVD., W.
BRADENTON, FL. 34209 US

Article VIII

The effective date for this corporation shall be:

02/20/2005