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TALLAHASSEE, FL 32314

July 14, 1995

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****122.50 ****122.50

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

Re: Amitex Asset Management Corporation

Sir/Madam:

Enclosed please find an original and duplicate Articles of Incorporation in regard to the above captioned corporation. Please issue said Articles, certify one copy and return to the undersigned.

We are enclosing our check payable to your office in the amount of \$122.50 as follows:

Filing Fees	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	<u>35.00</u>
TOTAL	<u>\$ 122.50</u>

Thanking you for your courtesy and cooperation in this matter, I am,

Sincerely,

HUGHES SILVERS & GLASSMAN


Robert Henry Silvers
Certified Public Accountant

RHS/ssb

Enclosures

KH
7-18-95

ARTICLES OF INCORPORATION
OF
AMITEX ASSET MANAGEMENT CORPORATION

FILED
95 JUL 17 1991

ARTICLE I. NAME AND ADDRESS:

The name and principal office address of this corporation is:

AMITEX ASSET MANAGEMENT CORPORATION
100 West Cypress Creek Road Suite - 1025 Fort Lauderdale, Florida 33309

ARTICLE II. PURPOSE:

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

ARTICLE III. CAPITAL STOCK:

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock.

ARTICLE IV. PREEMPTIVE RIGHTS:

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, services in payment of corporate debts or otherwise shall have the right to purchase his proportionate share thereof.

ARTICLE V. INITIAL REGISTERED OFFICE OF AGENT:

The street address of the initial registered office of this corporation is:

1140 Kane Concourse
5th Floor
Bay Harbor, Florida 33154

and the name of the initial registered agent of this corporation at that address is:

ROBERT HENRY SILVERS

which agent, pursuant to Section 48.091, Florida Statutes, shall accept service of process within this State.

ARTICLE VI. BOARD OF DIRECTORS:

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the Bylaws. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
DON CHARLES	100 West Cypress Creek Road Suite 1025 Fort Lauderdale, Florida 33309

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all expenses (including attorney's fees) reasonably incurred by him in connection with any such claim or liability; provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such

corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of the corporation provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors of such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transaction, any may vote there at to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE VII. INCORPORATOR:

The name and address of the person signing these Articles of Incorporation is:

DON CHARLES
100 West Cypress Creek Road Suite 1025
Fort Lauderdale, Florida 33309

ARTICLE VIII. BYLAWS:

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders and Board of Directors.

IN WITNESS WHEREOF the undersigned subscriber has executed
these Articles of Incorporation this 17 day of July,
1995.

Don Charles
SUBSCRIBER - DON CHARLES

STATE OF FLORIDA }
 } ss
COUNTY OF DADE }

I HEREBY CERTIFY that on this day before me, a notary public,
duly authorized in the state and county above named, to take
acknowledgments, personally appeared

DON CHARLES

to me known to be the person who executed the foregoing
Articles of Incorporation and who acknowledged before me that
he executed those Articles of Incorporation.

WITNESS my hand and official seal in the county and
state above named this 17 day of July, 1995.

Susan S. Block
NOTARY PUBLIC

My Commission Expires:



SUSAN S. BLOCK
COMMISSION # CC 356420
EXPIRES MAR 27, 1998
BONDED THRU
ATLANTIC BONDING CO., INC

The undersigned having been named to accept service of
process for the above corporation at the place designated in
Article V. hereof, hereby accepts such agency and agrees to
comply with the provisions of the Florida Statutes relative
to keeping open said office.

Robert Henry Silvers
ROBERT HENRY SILVERS
Registered Agent

FILED
95 JUL 17 3 06 PM
TALLAHASSEE, FLA.

P95000055572

RHS

ROBERT HENRY SILVERS
CERTIFIED PUBLIC ACCOUNTANT, P.A.

January 21, 1997

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Amitex Asset Management Corporation
FEI Number: 65-0591787
Document #: P95000055572

Sir/Madam:

Per telephone conversation with your office today, we were informed the above noted Corporation was dissolved 8/23/96.

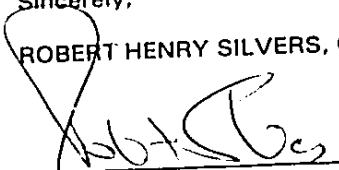
This letter accompanies a duly executed RESIGNATION AS REGISTERED AGENT for the above noted Corporation with our check attached in the amount of \$35.00, filing fee for administratively dissolved corporations.

Please send us your acknowledgement letter.

If any additional information is needed by your office, feel free to call me collect at (305) 864-7531.

Sincerely,

ROBERT HENRY SILVERS, C.P.A., P.A.


Robert Henry Silvers
Certified Public Accountant

RHS/ssb

Enclosures

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SH 1/30

FILED
27 JAN 24 PM 1:47
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE, SANDRA B. MORTHAM, SECRETARY OF STATE

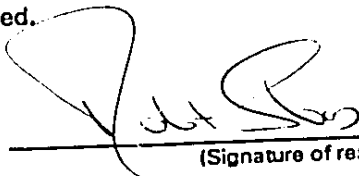
RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, ROBERT HENRY SILVERS
(Name of registered agent)

hereby resigns as Registered Agent for AMITEX ASSET MANAGEMENT CORPORATION
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.
The agency is terminated and the office discontinued on the 31st day after the date on which
this statement is filed.



(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
97 JUN 24 PM 1:47
TALLAHASSEE, FLORIDA

Fee for filing this document:

\$87.50 - Active corporation
\$35.00 - Administratively dissolved corporation

DIVISION OF CORPORATIONS - P. O. BOX 6327 - TALLAHASSEE, FL 32314