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July 25, 1995

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the Florida Designation Plan
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Department of State
Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32301

Re: ASTERIX, INC.

Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, a check of \$122.50 is enclosed which represents the following fees:

Filing Fees:	\$35.00
Certified copy:	\$52.50
Registered Agent Fee:	\$35.00.

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Sincerely,


David P. Persson

DPP:awg
Enclosures

DMP
7/28/95

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ARTICLES OF INCORPORATION

OF

ASTERIX, INC.

FILED

95 JUL 27 AM 8:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

ASTERIX, INC.

ARTICLE II - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be c/o David P. Persson, 2033 Main Street, Suite 406, Sarasota, Florida 34237

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 2033 Main Street, Suite 406, Sarasota, Florida 34237, and the registered agent at such office is David P. Persson.

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

B. M. Kaye Director	23 Sandhill Oval Leeds LS 17 8 EB England
M. R. Rees Director	3 Harrowby Drive, Westlands Newcastle Under Lyme Staffordshire England
Eli N. Lerner Director	St. Rd. 674, Suite 19 Sun City Center, Florida 33575

ARTICLE VIII - SHAREHOLDER'S PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights and each holder of common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase any unissued or treasury shares of the Corporation which from time to time may be issued (whether or not presently authorized), in the ratio that the number of shares of the common stock held at the time of the issue bear to the total number of shares of common stock outstanding. This right is

waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the Corporation inviting him to exercise the right.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE X - INCORPORATOR

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

Barry M. Kaye
569 Rountree Drive
Longboat Key, Florida 34228

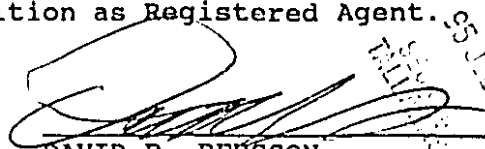
The undersigned has executed these Articles this 14th
day of July, 1995.


BARRY M. KAYE

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for ASTERIX, INC., at the place designated in the Articles, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

7/14/95
Date


DAVID P. PERSSON
Registered Agent

FILED
JUL 27 1995
FBI - NEW YORK