

P96000073683

SIERRA, GUSTAFSON & SIERRA

Attorneys at Law
Suite 1250
100 Ashley Drive South
Tampa, Florida 33602

MICHAEL SIERRA
THOMAS P. GUSTAFSON
MONICA L. SIERRA
CHRISTOPHER M. SIERRA

August 28, 1996

PHONE (813) 221-0097
FAX (813) 221-0510

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

700001938257
-09/04/96--01093--013
****122.50 ****122.50

RE: HIGH STREET FINANCIAL, INC.

Dear Sir:

Enclosed herewith please find two copies of the Articles of Incorporation for the above Corporation for filing with your office. Also enclosed is our check in the sum of \$122.50 to cover filing fees, etc.

Very truly yours,

Michael Sierra

MICHAEL SIERRA

MS:m
Enc.

FILED
96 SEP -3 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9.5.96
KR

ARTICLES OF INCORPORATION

OF

HIGH STREET FINANCIAL, INC.

FILED
1988-13
FEB 25
TAMPA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

HIGH STREET FINANCIAL, INC.

The principal place of business of this Corporation shall be: **100 So. Ashley Dr., Suite 1250, Tampa, FL 33602.**

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, 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. The specific purpose of this Corporation shall be to operate financial consulting, asset management, and related services.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$ 1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 100 So. Ashley Dr., Suite 1250, Tampa, Florida 33602, and the name of the initial Registered Agent of the Corporation at that address is: ELIZABETH L. OARE.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. SUB-CHAPTER S PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

ARTICLE IX. DIRECTORS

This Corporation shall have one (1) director initially. The names and street addresses of the initial members of the Board of Directors are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
ELIZABETH L. OARE	100 So. Ashley Dr. #1250 Tampa, FL 33602

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

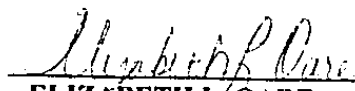
<u>OFFICER</u>	<u>ADDRESS</u>
ELIZABETH L. OARE Pres./Sec./Treas.	100 So. Ashley Dr. #1250 Tampa, FL 33602

ARTICLE XI. SUBSCRIBER

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

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF COMMON STOCK ISSUED</u>
ELIZABETH L. OARE	100 So. Ashley Dr. #1250 Tampa, FL 33602	500

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this
28 day of August, 1996.

 (SEAL)
ELIZABETH L. OARE

I Hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Elizabeth L. Oare
ELIZABETH L. OARE
Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

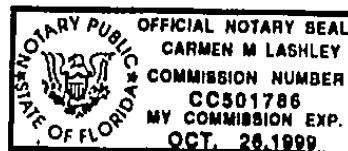
The foregoing instrument was subscribed to before me on this 25 day of August, 1996, by **ELIZABETH L. OARE**, who is personally known to me or who produced _____ as identification.

Carmen M. Lashley
NOTARY PUBLIC

COMMISSION NO. CC 501786

CARMEN M. LASHLEY
(Name of Notary typed, printed/
or stamped)

My commission expires:
10/26/99



FILED
95 SEP -3 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



PRIVATE INVESTMENT MANAGEMENT
PROFESSIONAL ADVISOR SERVICES
PREFERRED MUTUAL FUNDS

TAMPA
NEW YORK
DENVER

PA 6000073683
January 1996

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: High Street Financial, Inc.
Document #P96000073683 (0)

To whom it may concern,

Please note that our physical address and our mailing address have changed.
The new address is:

High Street Financial, Inc.
777 South Harbour Island Boulevard
Suite 175
Tampa, Florida 33602

Thank you for your prompt attention to this matter.

Sincerely,

Elizabeth L. Oare
President

ELO/ar

KS 2/4