

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

.....EAGLE ASSET MANAGEMENT, INC.....

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is.....EAGLE ASSET MANAGEMENT, INC.....

.....
SECOND: The name which it elects to use in Rhode Island is.....

.....FLORIDA ASSET MANAGEMENT, INC.....

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island.)

THIRD: It is incorporated under the laws of.....Florida.....

FOURTH: The date of its incorporation is.....February 8, 1984..... and the period of its duration is.....perpetual.....

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is.....1400 66th Street North, St. Petersburg, Florida, 33710.....

SIXTH: The address of its proposed registered office in Rhode Island is.....111 Westminster Street, Providence, R. I. 02903..... and the name of its proposed registered agent in Rhode Island at that address is.....C T CORPORATION SYSTEM.....

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

The corporation shall carry on a general investment advisory business relating to investments of every kind and shall act as an investment advisor and management service corporation to any corporation organized or servicing as an investment company within the meaning of the Investment Company Act of 1940.

To engage in any lawful act or activity.

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EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>	
Herbert E. Ehlers	Director	1400 66th Street North, St. Petersburg, FL	33710
Thomas A. James	Director	1400 66th Street North, St. Petersburg, FL	33710
	Director		
Herbert E. Ehlers	President	1400 66th Street North, St. Petersburg, FL	33710
	Vice President		
Dennis W. Zank	Secretary	1400 66th Street North, St. Petersburg, FL	33710
Dennis W. Zank	Treasurer	1400 66th Street North, St. Petersburg, FL	33710

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
500	Common	- - -	\$1.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
500	Common	- - -	\$1.00

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 50000.....

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 11,200.00.....

THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0.....

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 50,000.00.....

FIFTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 0.....

SIXTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated April 18, 1984

EAGLE ASSET MANAGEMENT, INC.
(Exact Corporate Name of Corporation Making Application)

By [Signature]

Herbert E. Ehlers Its President

and [Signature]

Dennis W. Zank Its Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

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At St. Petersburg in said County on the 18th day
of April 19 84, before me personally appeared
Herbert E. Ehlers, who being by me first duly sworn, declared that
he is the President of EAGLE ASSET MANAGEMENT, INC.,
that he signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

[Signature]

Notary Public
Notary Public, State of Florida
My Commission Expires April 26, 1986
Success: How They Talk - Success, Inc.

(NOTARIAL SEAL)

JUN 14 1984
Jm

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