

STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION

APPROVED FOR RECORD

8/31/98 at 9:57 a.m.

BULL & BEAR MUNICIPAL INCOME FUND, INC.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY THAT:

FIRST: The charter of Bull & Bear Municipal Income Fund, Inc., a Maryland corporation (the "Corporation"), is hereby amended by deleting existing Article II in its entirety and substituting in lieu thereof a new article to read as follows:

"ARTICLE II NAME

The name of the corporation (hereinafter called the "Corporation") is Tuxis Corporation."

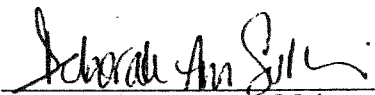
SECOND: The amendment to the charter of the Corporation as set forth above has been duly advised by the Board of Directors and approved by the stockholders of the Corporation as required by law.

THIRD: The undersigned Co-President acknowledges these Articles of Amendment to be the corporate act of the Corporation and as to all matters or facts required to be verified under oath, the undersigned Co-President acknowledges that to the best of his knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

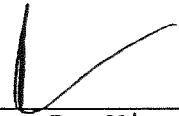
IN WITNESS WHEREOF, the Corporation has caused these Articles to be signed in its name and on its behalf by its Co-President and attested to by its Secretary on this 31st day of August, 1998.

ATTEST:

BULL & BEAR MUNICIPAL
INCOME FUND, INC.



Deborah Ann Sullivan, Esq.
Secretary

By: 

Thomas B. Winmill
Co-President

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the original.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
BULL & BEAR MUNICIPAL INCOME FUND, INC.**

ARTICLE I

- (1) The name and address of each incorporator of the Corporation are as follows:

Perez C. Ehrich	John T. Landry, Jr.
11 Pine Ridge Road	438 Scarsdale Road
Greenwich, Connecticut 06830	Yonkers, New York 10707

- (2) Each of said incorporators is over eighteen years of age.

- (3) Said incorporators are forming a corporation under the general laws of the State of Maryland.

ARTICLE II NAME

The name of the corporation is Bull & Bear Municipal Income Fund, Inc. (the "Corporation").

ARTICLE III PURPOSES AND POWERS

The purpose for which the Corporation is formed is to exercise and enjoy all of the general powers, rights and privileges granted to, or conferred upon, corporations by the Maryland General Corporation Law now or hereafter in force.

ARTICLE IV PRINCIPAL OFFICE AND RESIDENT AGENT

The address of the principal office of the Corporation in the State of Maryland is 11 East Chase Street, Baltimore, Maryland 21202. The name of the resident agent of the Corporation in the State of Maryland is United States Corporation Company, a corporation of the State of Maryland, and the address of the resident agent is 11 East Chase Street, Baltimore, Maryland 21202.

ARTICLE V CAPITAL STOCK

- (1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion (1,000,000,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million Dollars (\$10,000,000).

(2) (a) The Board of Directors of the Corporation is authorized to classify or to reclassify, from time to time, any unissued shares of stock of the Corporation, whether now or hereafter authorized, by setting, changing or eliminating the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms and conditions or rights to require redemption of the stock.

(b) Without limiting the generality of the foregoing, the dividends and distributions or other payments with respect to the stock of the Corporation, and with respect to each class that hereafter may be created, shall be in such amount as may be declared from time to time by the Board of Directors, and such dividends and distributions may vary from class to class to such extent and for such purposes as the Board of Directors may deem appropriate, including, but not limited to, the purpose of complying with requirements of regulatory or legislative authorities.

(c) Until such time as the Board of Directors shall provide otherwise pursuant to the authority granted in this section (2), all the authorized shares of the Corporation are designated as Common Stock. Shares of the Common Stock and the holders thereof, and shares of any class and the holders thereof, shall be subject to the following provisions, provided, however, that if no shares of any class other than Common Stock are outstanding, the shares of the Common Stock and the holders thereof shall nevertheless be subject to the following provisions except to the extent that such provisions are by their terms applicable only when shares of two or more classes are outstanding.

(3) Shares of each class of stock shall be entitled to such dividends or distributions, in stock or in cash or both, as may be declared from time to time by the Board of Directors, acting in its sole discretion, with respect to such class.

(4) In the event of the liquidation or dissolution of the Corporation, the holders of the Common Stock of the Corporation's stock shall be entitled to receive all the assets of the Corporation not attributable to other classes of stock through any preference. The assets so distributable to the stockholders shall be distributed among such stockholders in proportion to the number of shares of that class held by them and recorded on the books of the Corporation.

(5) Unless otherwise expressly provided in these Amended and Restated Articles of Incorporation, including any Articles Supplementary creating any additional class of capital stock, on each matter submitted to a vote of stockholders, each holder of a share of capital stock of the Corporation entitled to vote shall be entitled to one vote for each share outstanding in such holder's name on the books of the Corporation, and all shares of all classes of capital stock entitled to vote shall vote together as a single class; provided, however, that as to any matter with respect to which a separate vote of any class or series is required by applicable law, such requirement as to a separate vote by that class or series shall apply in lieu of a vote of all classes voting together as a single class as described above.

(6) All shares purchased by the Corporation shall constitute authorized but unissued shares and the number of the authorized shares of stock of the Corporation shall not be reduced by the number of any shares purchased by it. Unless and until their classification is changed in

accordance with section (2) of this Article V, all shares of capital stock so purchased shall continue to belong to the same class to which they belonged at the time of their purchase.

(7) The Corporation may issue shares of stock in fractional denominations to the same extent as its whole shares, and shares in fractional denominations shall be shares of capital stock having proportionately to the respective fractions represented thereby all the rights of whole shares of the same class, including without limitation, the right to vote, the right to receive dividends and distributions, and the right to participate upon liquidation of the Corporation, but excluding the right to receive a stock certificate representing fractional shares.

(8) All persons who shall acquire capital stock or other securities of the Corporation shall acquire the same subject to the provisions of these Amended and Restated Articles of Incorporation and the Amended and Restated By-Laws of the Corporation, as each may be amended from time to time.

ARTICLE VI PROVISIONS FOR DEFINING, LIMITING AND REGULATING CERTAIN POWERS OF THE CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS

(1) The number of directors of the Corporation shall initially be six (6), which number may be increased or decreased by or pursuant to the Amended and Restated By-Laws of the Corporation but shall never be less than three nor more than fifteen. The names of the persons who shall act as directors until the first annual meeting of the Board of Directors after effectiveness of these Amended and Restated Articles of Incorporation and until their successors are duly elected and qualify are:

Bassett S. Winmill, Robert D. Anderson, Bruce B. Huber, James E. Hunt, Frederick A. Parker, John B. Russell

Beginning with the first annual meeting of the Board of Directors after effectiveness of these Amended and Restated Articles of Incorporation, the directors shall be divided into five classes, designated Class I, Class II, Class III, Class IV and Class V. Prior to any change in the number of directors, Classes I-IV shall consist of one director each and Class V shall consist of two directors. At the first annual meeting of stockholders after effectiveness of these Amended and Restated Articles of Incorporation, each Class I director shall be elected for an initial term of one year, each Class II director for an initial term of two years, each Class III director for an initial term of three years, each Class IV director for an initial term of four years, and each Class V director for an initial term of five years. Upon the expiration of the initial term of each class, such class of directors shall be elected for successive five-year terms. A director elected at an annual meeting shall hold office until the annual meeting for the year in which his or her term expires and until his or her successor shall be elected and shall qualify, subject, however, to prior death, resignation, retirement, disqualification or removal from office. If the number of directors is changed, any increase or decrease shall be apportioned among the classes, as of the annual meeting of stockholders next succeeding any such change, so as to maintain a number of directors in each class

as nearly equal as possible. In no case shall a decrease in the number of directors shorten the term of any incumbent director. Any vacancy on the Board of Directors that results from an increase in the number of directors may be filled by a majority of the entire Board of Directors, provided that a quorum is present, and any other vacancy occurring in the Board of Directors may be filled by a majority of the directors then in office, whether or not sufficient to constitute a quorum, or by a sole remaining director; provided, however, that if the stockholders of any class of the Corporation's capital stock are entitled separately to elect one or more directors, a majority of the remaining directors elected by that class or the sole remaining director elected by that class may fill any vacancy among the number of directors elected by that class. A director elected by the Board of Directors to fill any vacancy in the Board of Directors shall serve until the next annual meeting of stockholders and until his or her successor shall be elected and shall qualify, subject, however, to prior death, resignation, retirement, disqualification or removal from office. At any annual meeting of stockholders, any director elected to fill any vacancy in the Board of Directors that has arisen since the preceding annual meeting of stockholders (whether or not any such vacancy has been filled by election of a new director by the Board of Directors) shall hold office for a term which coincides with the remaining term of the class to which such directorship was previously assigned, if such vacancy arose other than by an increase in the number of directors, and until his or her successor shall be elected and shall qualify. In the event such vacancy arose due to an increase in the number of directors, any director so elected to fill such vacancy at an annual meeting shall hold office for a term which coincides with that of the class to which such directorship has been apportioned as heretofore provided, and until his or her successor shall be elected and shall qualify. A director may be removed for cause only, and not without cause, and only by action taken by the holders of at least eighty percent (80%) of the outstanding shares of all classes of voting stock then entitled to vote in an election of such director.

(2) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of capital stock, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such limitations as may be set forth in these Amended and Restated Articles of Incorporation or in the Amended and Restated By-Laws of the Corporation or applicable law.

(3) (a) To the maximum extent permitted by applicable law, as currently in effect or as may hereafter be amended:

(i) no director or officer of the Corporation shall be liable to the Corporation or its stockholders for monetary damages; and

(ii) the Corporation shall indemnify and advance expenses to its present and past directors, officers, employees and agents, and persons who are serving or have served at the request of the Corporation as a director, officer, employee or agent in similar capacities for other entities.

(b) The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her

and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability.

(c) Any repeal or modification of this Section (3) of this Article VI by the stockholders of the Corporation, or adoption or modification of any other provision of the Amended and Restated Articles of Incorporation or Amended and Restated By-Laws inconsistent with this Section, shall be prospective only, to the extent that such repeal or modification would, if applied retrospectively, adversely affect any limitation on the liability of any director or officer of the Corporation or indemnification and advance of expenses available to any person covered by these provisions with respect to any act or omission which occurred prior to such repeal, modification or adoption.

(4) The Board of Directors of the Corporation shall have the exclusive authority to make, alter or repeal from time to time any of the Amended and Restated By-Laws of the Corporation except any particular By-Law which is specified as not subject to alteration or repeal by the Board of Directors.

ARTICLE VII DENIAL OF PREEMPTIVE RIGHTS

No stockholder of the Corporation shall by reason of holding shares of capital stock have any preemptive or preferential right to purchase or subscribe to any shares of capital stock of the Corporation, now or hereafter authorized, or any notes, debentures, bonds or other securities convertible into shares of capital stock, now or hereafter to be authorized, whether or not the issuance of any such shares of capital stock, or notes, debentures, bonds or other securities would adversely affect the dividend or voting rights of such stockholder; and the Board of Directors may issue shares of any class of capital stock of the Corporation, or any notes, debentures, bonds, or other securities convertible into shares of any class of capital stock of the Corporation, either, whole or in part, to the existing stockholders.

ARTICLE VIII CERTAIN VOTES OF STOCKHOLDERS

(1) (a) Except as otherwise provided in these Amended and Restated Articles of Incorporation and notwithstanding any other provision of the Maryland General Corporation Law to the contrary, any action submitted to a vote by stockholders requires the affirmative vote of at least eighty percent (80%) of the outstanding shares of all classes of voting stock, voting together, in person or by proxy at a meeting at which a quorum is present, unless such action is approved by the vote of a majority of the Board of Directors, in which case such action requires (A) if applicable, the proportion of votes required by the Investment Company Act of 1940, as amended (the "1940 Act"), or (B) the lesser of (1) a majority of all the votes entitled to be cast on the matter with the shares of all classes of voting stock voting together, or (2) if such action may be taken or authorized by a lesser proportion of votes under applicable law, such lesser proportion.

(b) The Corporation elects not to be governed by any provision of Section 3-602 of Subtitle 6 of the Maryland General Corporation Law.

(2) (a) Except as otherwise provided in paragraph (b) of this Section (2) of this Article VIII, the affirmative vote of at least eighty percent (80%) of the outstanding shares of all classes of voting stock, voting together, in person or by proxy at a meeting at which a quorum is present, other than voting stock held by any interested stockholder or any affiliate thereof, shall be necessary to authorize any of the following actions:

(i) The merger or consolidation or share exchange of the Corporation with or into any other person or company (including, without limitation, a partnership, corporation, joint venture, business trust, common law trust or any other business organization);

(ii) the issuance or transfer by the Corporation (in one or a series of transactions in any 12-month period) of any securities of the Corporation to any other person or entity for cash, securities or other property (or combination thereof) having an aggregate fair market value of \$1,000,000 or more, excluding (A) sales of any securities of the Corporation in connection with a public offering thereof, (B) issuance of securities of the Corporation pursuant to a dividend reinvestment plan adopted by the Corporation and (C) issuances of securities of the Corporation upon the exercise of any stock subscription rights distributed by the Corporation;

(iii) a sale, lease, exchange, mortgage, pledge, transfer or other disposition by the Corporation (in one or a series of transactions in any 12-month period) to or with any person of any assets of the Corporation having an aggregate fair market value of \$1,000,000 or more, except for transactions in securities effected by the Corporation in the ordinary course of its business; or

(iv) any proposal as to the voluntary liquidation or dissolution of the Corporation or any amendment to the Corporation's Amended and Restated Articles of Incorporation to terminate its existence.

(b) Notwithstanding paragraph (a) of this Section (2), the actions enumerated in such paragraph will be authorized if approved by a vote of at least (i) a majority of the members of the Board of Directors of the Corporation and (ii) a majority of the number of votes entitled to be cast thereon, including votes of voting stock held by any interested stockholder or any affiliate thereof.

ARTICLE IX DETERMINATION BINDING

Any determination made in good faith, so far as accounting matters are involved, in accordance with accepted accounting practice by or pursuant to the authority of the direction of the Board of Directors, as to the amount of assets, obligations or liabilities of the Corporation, as to the amount of net income of the Corporation from dividends and interest for any period or amounts at any time legally available for the payment of dividends, as to the amount of any reserves or charges set up and the propriety thereof, as to the time of or purpose for creating reserves or as to the use,

alteration or cancellation of any reserves or charges (whether or not any obligation or liability for which such reserves or charges shall have been created, shall have been paid or discharged or shall be then or thereafter required to be paid or discharged), as to the value of any security or other instrument or asset owned by the Corporation or as to any matters relating to the issuance, sale, redemption or other acquisition or disposition of securities or shares of capital stock of the Corporation, and any reasonable determination made in good faith by the Board of Directors shall be final and conclusive, and shall be binding upon the Corporation and all holders of its capital stock, past, present and future, and shares of capital stock of the Corporation are issued and sold on the condition and understanding, evidenced by the purchase of shares of capital stock or acceptance of share certificates or other evidence thereof, that any and all such determinations shall be binding as aforesaid. No provision of these Amended and Restated Articles of Incorporation shall be effective to (a) require a waiver of compliance with any provision of the Securities Act of 1933, as amended, or the 1940 Act, or of any valid rule, regulation or order of the Securities and Exchange Commission thereunder or (b) protect or purport to protect any director or officer of the Corporation against any liability to the Corporation or its security holders to which he or she would otherwise be subject by reason of willful misfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his or her office.

ARTICLE X PRIVATE PROPERTY OF STOCKHOLDERS

The private property of stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

ARTICLE XI UNLIMITED TERM OF EXISTENCE

The Corporation shall have an unlimited period of existence.

ARTICLE XII CONVERSION TO OPEN-END COMPANY

Notwithstanding any other provisions of these Amended and Restated Articles of Incorporation or the Amended and Restated By-Laws of the Corporation, the approval, adoption or authorization of any amendment to these Amended and Restated Articles of Incorporation that makes the Common Stock or any other class of capital stock a "redeemable security" as that term is defined in the 1940 Act shall require the affirmative vote of the holders of at least eighty percent (80%) of the outstanding shares of all classes of voting stock, voting together, in person or by proxy at a meeting at which a quorum is present, unless approved by at least a majority of the Directors, in which case such amendment or repeal would require the affirmative vote of the holders of a majority of the number of votes entitled to be cast thereon.

The Corporation shall notify the holders of all capital stock of the approval, in accordance with the preceding paragraph of this Article XII, of any amendment to these Amended and Restated Articles of Incorporation that makes the Common Stock or any other class of capital

stock a "redeemable security" (as that term is defined in the 1940 Act) no later than thirty (30) days prior to the date of filing of such amendment with the Department of Assessments and Taxation (or any successor agency) of the State of Maryland; such amendment may not be so filed, however, until the later of (a) ninety (90) days following the date of approval of such amendment by the holders of capital stock in accordance with the preceding paragraph of this Article XII and (b) the next January 1 or July 1, whichever is sooner, following the date of such approval by holders of capital stock.

ARTICLE XIII AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation. Notwithstanding any other provisions of these Amended and Restated Articles of Incorporation or the Amended and Restated By-Laws of the Corporation (and notwithstanding the fact that a lesser percentage may be specified by law, these Amended and Restated Articles of Incorporation or the Amended and Restated By-Laws of the Corporation), the amendment or repeal of Section (8) of Article V, Section (1), Section (3) or Section (4) of Article VI, Section (1) and Section (2) of Article VIII, Article X, Article XI, Article XII or this Article XIII of these Amended and Restated Articles of Incorporation shall require the affirmative vote of the holders of at least eighty percent (80%) of the outstanding shares of all classes of voting stock, voting together, in person or by proxy at a meeting at which a quorum is present, unless approved by at least a majority of the Directors, in which case such amendment or repeal would require the affirmative vote of the holders of a majority of the number of votes entitled to be cast thereon.

ARTICLE XIV

The name "Bull & Bear" included in the name of the Corporation shall be used pursuant to a royalty-free nonexclusive license from Bull & Bear Group, Inc. or a subsidiary of Bull & Bear Group, Inc. The license may be withdrawn by Bull & Bear Group, Inc. or its subsidiary at any time in their sole discretion, in which case the Corporation shall have no further right to use the name "Bull & Bear" in its corporate name or otherwise and the Corporation, the holders of its capital stock and its officers and directors, shall promptly take whatever action may be necessary to change its name accordingly.

[Signature omitted]

TUXIS CORPORATION
ARTICLES SUPPLEMENTARY

Tuxis Corporation, a Maryland corporation (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "SDAT"), that:

FIRST: Under a power contained in Title 3, Subtitle 8 of the Maryland General Corporation Law (the "MGCL"), the Corporation, by resolutions of its Board of Directors (the "Board of Directors") duly adopted at a meeting duly called and held, elected to become subject to Section 3-804(b) and Section 3-804(c) of the MGCL as provided herein.

SECOND: The resolutions referred to above provide that the Corporation, notwithstanding any provision in the charter or Bylaws of the Corporation to the contrary, elects to be subject, as set forth in the Bylaws of the Corporation, to Sections 3-804(b) and 3-804(c) of the MGCL, the repeal of which may be effected only by the means authorized by Section 3-802(b)(3) of the MGCL, such that,

(1) subject to Section 2-402(a) of the MGCL but notwithstanding any provision in the charter or bylaws, the number of directors of the Corporation shall be fixed only by vote of the Board of Directors of the Corporation;

(2) notwithstanding any provision in the charter or Bylaws of the Corporation, with respect to any vacancy that results from: (i) in increase in the size of the Board of Directors of the Corporation or (ii) the death, resignation, or removal of a director, each vacancy on the Board of Directors of the Corporation may be filled only by the affirmative vote of a majority of the remaining directors in office, even if the remaining directors do not constitute a quorum; and,

(3) any director elected to fill a vacancy shall hold office for the remainder of the full term of the class of directors in which the vacancy occurred and until a successor is elected and qualifies.

THIRD: The election to become subject to Sections 3-804(b) and 3-804(c) of the MGCL has been approved by the Board of Directors in the manner and by the vote required by law.

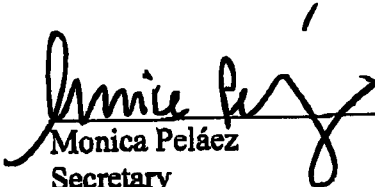
FOURTH: The undersigned President of the Corporation acknowledges these Articles Supplementary to be the corporate act of the Corporation and, as to all matters or facts required to be verified under oath, the undersigned President acknowledges that, to the best of his knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

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DATE:06-06-2005 04:14 PM
AMT. PAID:\$150.00


IN WITNESS WHEREOF, the Corporation has caused these Articles Supplementary to be executed under seal in its name and on its behalf by its President and attested by its Secretary on this May 19, 2005.

ATTEST:



Monica Peláez
Secretary

TUXIS CORPORATION



Mark C. Winmill
President

Tuxis Corporation

11 Hanover Square, 12th Floor

New York, NY 10005

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ARTICLES SUPPLEMENTARY
OF
TUXIS CORPORATION

TUXIS CORPORATION, a Maryland corporation, having its principal office in New York, New York (hereinafter called the "Company"), hereby certifies to the State Department of Assessments and Taxation of Maryland that:

FIRST: Pursuant to authority expressly vested in the Board of Directors by Article V, Section 2(a) of the Articles of Incorporation of the Company, dated August 30, 1996, as amended (the "Charter"), the Board of Directors has duly reclassified 100,000 unissued shares of Common Stock of the Company (from among the 1,000,000,000 shares of Common Stock, \$.01 par value, of the Company which are authorized) into 100,000 shares of Series A Participating Preferred Stock, par value \$.01 per share, of the Company.

SECOND: The terms (including the designations and any preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption) of the Series A Participating Preferred Stock, par value \$.01 per share, are as follows:

1. Designation and Amount. The shares of such series shall be designated as "Series A Participating Preferred Stock" and the number of shares constituting the Series A Participating Preferred Stock shall be 100,000.

2. Dividends and Distributions.

(a) Subject to the prior and superior rights of the holders of any shares of any series of Preferred Stock ranking prior and superior to the Series A Participating Preferred Stock with respect to dividends, the holders of Series A Participating Preferred Stock shall be entitled to receive, when, as and if declared by the Board out of funds legally available for the purpose, quarterly dividends payable in cash on the last business day of March, June, September and December in each year (each such date being referred to herein as a "Quarterly Dividend Payment Date"), commencing on the first Quarterly Dividend Payment Date after the first issuance of a share of Series A Participating Preferred Stock or fraction thereof, in an amount per share (rounded to the nearest cent) equal to the greater of (X) \$9 or (Y) subject to the provision for adjustment hereinafter set forth, 1,000 times the aggregate per share amount of all cash dividends, plus 1,000 times the aggregate per share amount (payable in kind) of all non-cash dividends or other distributions, other than a dividend payable in common stock, par value \$.01 per share, of the Company (the "Common Stock") or a subdivision of the outstanding Common Stock (by reclassification or otherwise), declared on the Common Stock, since the immediately preceding Quarterly Dividend Payment Date, or, with respect to the first Quarterly Dividend Payment Date, since the first issuance of any share of Series A Participating Preferred Stock or fraction thereof. In the event the Company shall at any time after October 24, 2005 (the "Rights

Dividend Declaration Date") (i) declare any dividend on Common Stock payable in Common Stock, (ii) subdivide the outstanding Common Stock or (iii) combine the outstanding Common Stock into a smaller number of shares, then in each such case the amount to which holders of shares of Series A Participating Preferred Stock were entitled immediately prior to such event under clause (Y) of the preceding sentence shall be adjusted by multiplying such amount by a fraction, the numerator of which is the number of shares of Common Stock outstanding immediately after such event and the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

(b) The Board shall declare a dividend or distribution on the Series A Participating Preferred Stock as provided in paragraph (a) above immediately after it declares a dividend or distribution on the Common Stock (other than a dividend payable in Common Stock); provided that, in the event no dividend or distribution shall have been declared on the Common Stock during the period between any Quarterly Dividend Payment Date and the next subsequent Quarterly Dividend Payment Date, a dividend of \$9 per share on the Series A Participating Preferred Stock shall nevertheless be payable on such subsequent Quarterly Dividend Payment Date.

(c) Dividends shall begin to accrue and be cumulative on outstanding Series A Participating Preferred Stock from the Quarterly Dividend Payment Date next preceding the date of issue of such Series A Participating Preferred Stock unless the date of issue of such shares is prior to the record date for the first Quarterly Dividend Payment Date, in which case dividends on such shares shall begin to accrue from the date of issue of such shares, or unless the date of issue is a Quarterly Dividend Payment Date or is a date after the record date for the determination of holders of Series A Participating Preferred Stock entitled to receive a quarterly dividend and before such Quarterly Dividend Payment Date, in either of which events such dividends shall begin to accrue and be cumulative from such Quarterly Dividend Payment Date. Accrued but unpaid dividends shall not bear interest. Dividends paid on the Series A Participating Preferred Stock in an amount less than the total amount of such dividends at the time accrued and payable on such shares shall be allocated pro rata on a share-by-share basis among all such shares at the time outstanding. The Board may fix a record date for the determination of holders of Series A Participating Preferred Stock entitled to receive payment of a dividend or distribution declared thereon, which record date shall be not less than ten (10) and not more than sixty (60) days prior to the date fixed for the payment thereof.

3. Voting Rights. The holders of Series A Participating Preferred Stock shall have the following voting rights:

(a) Except as provided in Section 3 (c) hereof and subject to the provision for adjustment hereinafter set forth, each share of Series A Participating Preferred Stock shall entitle the holder thereof to 1,000 votes on all matters submitted to a vote of the stockholders of the Company. In the event that the Board shall at any time after the Rights Dividend Declaration Date (i) declare any dividend on Common Stock payable in Common Stock, (ii) subdivide the outstanding Common Stock or (iii) combine the outstanding Common Stock into a smaller number of shares, then in each such case the number of votes per share to which holders of Series A Participating Preferred Stock were entitled immediately prior to such event shall be

adjusted by multiplying such number by a fraction the numerator of which is the number of shares of Common Stock outstanding immediately after such event and the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

(b) Except as otherwise provided herein or by law, the holders of Series A Participating Preferred Stock and the holders of Common Stock shall vote together as one class on all matters submitted to a vote of stockholders of the Company.

(c) (i) If, on the date used to determine stockholders of record for any meeting of stockholders for the election of directors, a default in preference dividends (as defined in subparagraph (v) below) on the Series A Participating Preferred Stock shall exist, the holders of the Series A Participating Preferred Stock shall have the rights, voting as a class as described in subparagraph (ii) below, to elect two (2) directors (in addition to the directors elected by the holders of Common Stock of the Company). Such right may be exercised (a) at any meeting of stockholders for the election of directors or (b) at a meeting of the holders of shares of Voting Preferred Stock (as hereinafter defined), called for the purpose in accordance with the By-laws of the Company, until all such cumulative dividends (referred to above) shall have been paid in full or until non-cumulative dividends have been paid regularly for at least one (1) year.

(ii) The right of the holders of Series A Participating Preferred Stock to elect two (2) directors as described above, shall be exercised as a class concurrently with the rights of holders of any other series of Preferred Stock upon which voting rights to elect such directors have been conferred and are then exercisable. The Series A Participating Preferred Stock and any additional series of Preferred Stock that the Company may issue and which provides for the right with the foregoing series of Preferred Stock are collectively referred to herein as "Voting Preferred Stock."

(iii) Each director elected by the holders of shares of Voting Preferred Stock shall be referred to herein as a "Preferred Director." A Preferred Director so elected shall continue to serve as such director for a term of one (1) year, except that upon any termination of the right of all of such holders to vote as a class for Preferred Directors, the term of office of such directors shall terminate. Any Preferred Director may be removed by, and shall not be removed except by, the vote of the holders of record of a majority of the outstanding shares of Voting Preferred Stock then entitled to vote for the election of directors, present (in person or by proxy) and voting together as a single class (a) at a meeting of the stockholders, or (b) at a meeting of the holders of shares of such Voting Preferred Stock, called for the purpose in accordance with the By-laws of the Company, or (c) by written consent signed by the holders of a majority of the then outstanding shares of Voting Preferred Stock then entitled to vote for the election of directors, taken together as a single class.

(iv) So long as a default in any preference dividends on the Series A Participating Preferred Stock shall exist or the holders of any other series of Voting Preferred Stock shall be entitled to elect Preferred Directors, (a) any vacancy in the office of a Preferred Director may be filled (excepted as provided in the following clause (b)) by an instrument in

writing signed by the remaining Preferred Director and filed with the Company and (b) in the case of the removal of any Preferred Director, the vacancy may be filled by the vote or written consent of the holders of a majority of the outstanding shares of Voting Preferred Stock then entitled to vote for the election of directors, present (in person or by proxy) and voting together as a single class, at such time as the removal shall be effected. Each director appointed as aforesaid by the remaining Preferred Director shall be deemed, for all purposes hereof, to be a Preferred Director. Whenever (x) no default in preference dividends on the Series A Preferred Stock shall exist and (y) the holders of other series of Voting Preferred Stock shall no longer be entitled to elect such Preferred Directors, then the number of directors constituting the Board shall be reduced by two (2).

(v) For purposes hereof, a "default in preference dividends" on the Series A Participating Preferred Stock shall be deemed to have occurred whenever the amount of cumulative and unpaid dividends on the Series A Participating Preferred Stock shall be equivalent to six (6) full quarterly dividends or more (whether or not consecutive), and, having so occurred, such default shall be deemed to exist thereafter until, but only until, all cumulative dividends on all shares of the Series A Preferred Stock then outstanding shall have been paid through the last Quarterly Dividend Payment Date or until, but only until, non-cumulative dividends have been paid regularly for at least one (1) year.

(d) Except as set forth herein (or otherwise required by applicable law), holders of Series A Participating Preferred Stock shall have no general or special voting rights and their consent shall not be required for taking any corporate action.

4. Certain Restrictions.

(a) Whenever quarterly dividends or other dividends or distributions payable on the Series A Participating Preferred Stock as provided in Section 2 are in arrears, thereafter and until all accrued and unpaid dividends and distributions, whether or not declared, on Series A Participating Preferred Stock outstanding shall have been paid in full, the Company shall not:

(i) declare or pay dividends on, make any other distributions on, or redeem or purchase or otherwise acquire for consideration any stock ranking junior (either as to dividends or upon liquidation, dissolution or winding up) to the Series A Participating Preferred Stock;

(ii) declare or pay dividends on or make any other distributions on any shares of stock ranking on a parity (either as to dividends or upon liquidation, dissolution or winding up) with the Series A Participating Preferred Stock except dividends paid ratably on the Series A Participating Preferred Stock and all such parity Stock on which dividends are payable or in arrears in proportion to the total amounts to which the holders of all such Stock are then entitled;

(iii) redeem or purchase or otherwise acquire for consideration (except as provided in (iv) below) shares of stock ranking junior (either as to dividends or upon liquidation, dissolution or winding up) to the Series A Participating Preferred Stock provided that

the Company may at any time redeem, purchase or otherwise acquire any such junior stock in exchange for any shares of stock ranking junior (either as to dividends or upon dissolution, liquidation or winding up) to the Series A Participating Preferred Stock; or

(iv) redeem or purchase or otherwise acquire for consideration any Series A Participating Preferred Stock, or any shares of stock ranking on a parity (either as to dividends or upon dissolution, liquidation or winding up) with the Series A Participating Preferred Stock, except in accordance with a purchase offer made in writing or by publication (as determined by the Board) to all holders of such stock upon such terms as the Board, after consideration of the respective annual dividend rates and other relative rights and preferences of the respective series and classes, shall determine in good faith will result in fair and equitable treatment among the respective series or classes.

(h) The Company shall not permit any subsidiary of the Company to purchase or otherwise acquire for consideration any Stock of the Company unless the Company could, under paragraph (a) of this Section 4, purchase or otherwise acquire such shares at such time and in such manner.

5. Reacquired Stock. Any shares of Series A Participating Preferred Stock purchased or otherwise acquired by the Company in any manner whatsoever shall be retired and cancelled promptly after the acquisition thereof. All such shares shall upon their cancellation become authorized but unissued Preferred Stock and may be reissued as part of a new series of Preferred Stock to be created by resolution or resolutions of the Board, subject to the conditions and restrictions on issuance set forth herein, in the Charter, in any other Articles Supplementary creating a series of Preferred Stock or as otherwise required by law.

6. Liquidation, Dissolution or Winding Up.

(a) Subject to the prior and superior rights of holders of any shares of any series of Preferred Stock ranking prior and superior to the shares of Series A Participating Preferred Stock, with respect to rights upon any liquidation (voluntary or otherwise), dissolution or winding up of the Company, no distribution shall be made to the holders of shares of stock ranking junior (either as to dividends or upon liquidation, dissolution or winding up) to the Series A Participating Preferred Stock, unless, prior thereto, the holders of shares of Series A Participating Preferred Stock shall have received \$1,000.00 per share, plus an amount equal to accrued and unpaid dividends and distributions thereon, whether or not declared, to the date of such payment (the "Liquidation Preference"). Following the payment of the full amount of the Liquidation Preference, no additional distributions shall be made to the holders of shares of Series A Participating Preferred Stock, unless, prior thereto, the holders of shares of Common Stock shall have received an amount per share (the "Common Adjustment") equal to the quotient obtained by dividing (i) the Liquidation Preference by (ii) 1,000 (as appropriately adjusted as set forth in subparagraph (c) below to reflect such events as stock splits, stock dividends and recapitalization with respect to the Common Stock) (such number in clause (ii) immediately above being referred to as the "Adjustment Number"). Following the payment of the full amount of the Liquidation Preference and the Common Adjustment in respect of all outstanding shares of Series A Participating Preferred Stock and Common Stock, respectively, holders of Series A

Participating Preferred Stock and holders of Common Stock shall receive their ratable and proportionate share of the remaining assets to be distributed in the ratio of the Adjustment Number to one (1) with respect to such Series A Participating Preferred Stock and Common Stock, on a per share basis, respectively.

(b) In the event, however, that there are not sufficient assets available to permit payment in full of the Liquidation Preference and the liquidation preferences of all other series of Preferred Stock, if any, which rank on a parity with the Series A Participating Preferred Stock, then such remaining assets shall be distributed ratably to the holders of Series A Participating Preferred Stock and the holders of such parity shares in proportion to their respective liquidation preferences. In the event, however, that there are not sufficient assets available to permit payment in full of the Common Adjustment after satisfaction of the liquidation preferences of all series of Preferred Stock, if any, then such remaining assets shall be distributed ratably to the holders of Common Stock.

(c) In the event the Company shall at any time after the Rights Dividend Declaration Date (i) declare any dividend on Common Stock payable in Common Stock, (ii) subdivide the outstanding Common Stock or (iii) combine the outstanding Common Stock into a smaller number of shares, then in each such case the Adjustment Number in effect immediately prior to such event shall be adjusted by multiplying such Adjustment Number by a fraction the numerator of which is the number of shares of Common Stock outstanding immediately after such event and the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

7. Consolidation, Merger, etc. In case the Company shall enter into any consolidation, merger, combination or other transaction in which the shares of Common Stock are exchanged for or changed into other stock or securities, cash and/or any other property, then in any such case the Series A Participating Preferred Stock shall at the same time be similarly exchanged or changed in an amount per share (subject to the provision for adjustment hereinafter set forth) equal to 1,000 times the aggregate amount of shares, securities, cash or any other property (payable in kind), as the case may be, into which or for which each share of Common Stock is changed or exchanged. In the event the Company shall at any time after the Rights Dividend Declaration Date (i) declare any dividend on Common Stock payable in Common Stock, (ii) subdivide the outstanding Common Stock or (iii) combine the outstanding Common Stock into a smaller number of shares, then in each such case the amount set forth in the preceding sentence with respect to the exchange or change of Series A Participating Preferred Stock shall be adjusted by multiplying such amount by a fraction the numerator of which is the number of shares of Common Stock outstanding immediately after such event and the denominator of which is the number of shares of Common Stock that were outstanding immediately prior to such event.

8. No Redemption. The Series A Participating Preferred Stock shall not be redeemable.

CUST ID:0001691700
WORK ORDER:0001134738
DATE:11-02-2005 09:05 PM
AMT. PAID:\$150.00

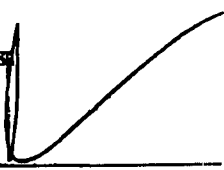
9. **Ranking.** The Series A Participating Preferred Stock shall rank junior to all other series of the Company's Preferred Stock as to the payment of dividends and the distribution of assets, unless the terms of any such series shall provide otherwise.

10. **Amendment.** At such time as Series A Participating Preferred Stock is outstanding, neither the Charter nor these Articles Supplementary shall be amended, nor shall any Articles Supplementary of the Company be filed or amended, in any manner which would materially alter or change the powers, preferences or special rights of the Series A Participating Preferred Stock so as to affect them adversely without the affirmative vote of the holders of a majority or more of the outstanding Series A Participating Preferred Stock, voting separately as a class.

11. **Fractional Stock.** Series A Participating Preferred Stock may be issued in fractions of a share which shall entitle the holder, in proportion to such holder's fractional shares, to exercise voting rights, receive dividends, participate in distributions and have the benefit of all other rights of a holder of Series A Participating Preferred Stock.

[Signature Page Follows]


IN WITNESS WHEREOF, Tuxis Corporation has caused these Articles Supplementary to be signed in its name and on its behalf by a majority of its entire Board of Directors and witnessed by its Secretary on October 24, 2005.

Witness 

TUXIS CORPORATION

By: 
Name: Mark C. Winnill
Title: President and Chief Executive Officer

THE UNDERSIGNED, SECRETARY OF TUXIS CORPORATION, with respect to the foregoing Articles Supplementary of which this Certificate is made a part, hereby acknowledges in the name and on behalf of said Company, the foregoing Articles Supplementary to be the act of said Company and hereby certifies that the matters and facts set forth herein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.

By: 
Name: John F. Ramirez
Title: Secretary



CORPORATE CHARTER APPROVAL SHEET

** EXPEDITED SERVICE **

** KEEP WITH DOCUMENT **

DOCUMENT CODE 16 BUSINESS CODE _____

D01648690

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



1000361992822639

ID # D01648690 ACK # 1000361992822639
LIBER: B00942 FOLIO: 0475 PAGES: 0003
TUXIS CORPORATION

04/03/2006 AT 04:02 P WO # 0001209565

New Name _____

FEES REMITTED

Base Fee: 100
Org. & Cap. Fee: _____
Expedite Fee: 50
Penalty: _____
State Recordation Tax: _____
State Transfer Tax: _____
Certified Copies _____
Certificates _____
Certificate of Status Fee: _____
Personal Property Filings: _____
Other: _____

TOTAL FEES: 150

Change of Name _____
Change of Principal Office _____
Change of Resident Agent _____
Change of Resident Agent Address _____
Resignation of Resident Agent _____
Designation of Resident Agent and Resident Agent's Address _____
Change of Business Code _____
Adoption of Assumed Name _____
Other Change(s) _____

Credit Card _____ Check _____ Cash _____

Documents on _____ Checks _____

Approved By: 14

Keyed By: _____

COMMENT(S):

Code _____

Attention: _____

Mail to Address:

TUXIS CORPORATION
11 HANOVER SQ
NEW YORK

NY 10005-2818

CUST ID: 0001766527
WORK ORDER: 0001209565
DATE: 04-07-2006 12:23 PM
AMT. PAID: \$150.00

TUXIS CORPORATION

ARTICLES SUPPLEMENTARY

Tuxis Corporation, a Maryland corporation (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation of Maryland (the "SDAT"), that:

FIRST: Under a power contained in Title 3, Subtitle 8 of the Maryland General Corporation Law (the "MGCL"), and in accordance with resolutions duly adopted by the Board of Directors of the Corporation (the "Board of Directors") at a duly called meeting, the Corporation elects, notwithstanding any provision in its charter or Bylaws to the contrary, to be subject to Section 3-803 of the MGCL, the repeal of which may be effected only by the means authorized by Section 3-802(b)(3) of the MGCL.

SECOND: The election to become subject to Section 3-803 of the MGCL has been approved by the Board of Directors in the manner and by the vote required by law.

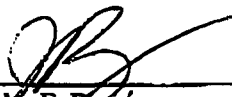
THIRD: The undersigned President of the Corporation acknowledges these Articles Supplementary to be the corporate act of the Corporation and, as to all matters or facts required to be verified under oath, the undersigned President acknowledges that, to the best of his knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

[SIGNATURE PAGE FOLLOWS]


IN WITNESS WHEREOF, the Corporation has caused these Articles Supplementary to be executed under seal in its name and on its behalf by its President and attested by its Secretary on this 3rd day of April, 2006.

ATTEST:

TUXIS CORPORATION



John F. Ramirez
Secretary



Mark C. Winmill
President (SEAL)

ARTICLES OF AMENDMENT

Tuxis Corporation

a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

Articles VIII and XII of the charter of the corporation are hereby amended as follows (language to be deleted is enclosed within double braces; language to be added is enclosed within double asterisks):

ARTICLE VIII CERTAIN VOTES OF STOCKHOLDERS

(1) (a) Except as otherwise provided in these Amended and Restated Articles of Incorporation and notwithstanding any other provision of the Maryland General Corporation Law to the contrary, any action submitted to a vote by stockholders requires the affirmative vote of at least eighty percent (80%) of the outstanding shares of all classes of voting stock, voting together, in person or by proxy at a meeting at which a quorum is present, unless such action is approved by the vote of a majority of the Board of Directors, in which case such action requires {{{(A) if applicable, the proportion of vote required by the Investment Company Act of 1940, as amended (the "1940 Act"), or (B)}} the lesser of {{{(1)}} ** (A) ** a majority of all the votes entitled to be cast on the matter with the shares of all classes of voting stock voting together, or {{{(2)}} ** (B) ** if such action may be taken or authorized by a lesser proportion of votes under applicable law, such lesser proportion."

{{ARTICLE XII CONVERSION TO OPEN-END COMPANY

Notwithstanding any other provisions of these Amended and Restated Articles of Incorporation or the Amended and Restated By-Laws of the Corporation, the approval, adoption or authorization of any amendment to these Amended and Restated Articles of Incorporation that makes the Common Stock or any other class of capital stock a "redeemable security" as that term is defined in the 1940 Act shall require the affirmative vote of the holders of at least eighty percent (80%) of the outstanding shares of all classes of voting stock, voting together, in person or by proxy at a meeting at which a quorum is present, unless approved by at least a majority of the Directors, in which case such amendment or repeal would require the affirmative vote of the holders of a majority of the number of votes entitled to be cast thereon.

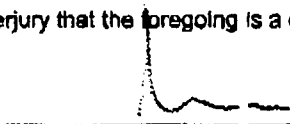
The Corporation shall notify the holders of all capital stock of the approval, in accordance with the preceding paragraph of this Article XII, of any amendment to these Amended and Restated Articles of Incorporation that makes the Common Stock or any other class of capital stock a "redeemable security" (as that term is defined in the 1940 Act) no later than thirty (30) days prior to the date of filing of such amendment with the Department of Assessments and Taxation (or any successor agency) of the State of Maryland; such amendment may not be so filed, however, until the later of (a) ninety (90) days following the date of approval of such amendment by the holders of capital stock in accordance with the preceding paragraph of this Article XII and (b) the next January 1 or July 1, whichever is sooner, following the date of such approval by holders of capital stock.}}

This amendment of the charter of the corporation has been approved by

the directors and shareholders.

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.


John F. Ramirez, Secretary


Mark C. Winmill, President

Tuxis Corporation

11 Hanover Square, 12th Floor

New York, NY 10005

CUST ID:0002035429
WORK ORDER:0001478467
DATE:10-18-2007 09:57 AM
AMT. PAID:\$100.00

CORPORATE CHARTER APPROVAL SHEET

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE 09 BUSINESS CODE _____

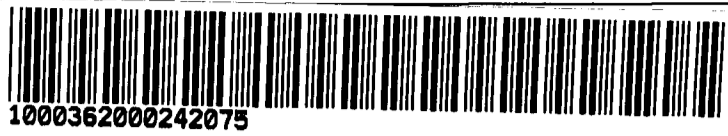
1) 01648690

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____



ID # D01648690 ACK # 1000362000242075
PAGES: 0002
TUXIS CORPORATION

07/01/2010 AT 10:40 A WO # 0003667083

New Name _____

FEES REMITTED

Base Fee:	_____
Org. & Cap. Fee:	_____
Expedite Fee:	_____
Penalty:	_____
State Recordation Tax:	_____
State Transfer Tax:	_____
Certified Copies	_____
Copy Fee:	_____
Certificates	_____
Certificate of Status Fee:	_____
Personal Property Filings:	_____
Mail Processing Fee:	_____
Other:	_____

TOTAL FEES: 100

_____	Change of Name
_____	Change of Principal Office
_____	Change of Resident Agent
_____	Change of Resident Agent Address
_____	Resignation of Resident Agent
_____	Designation of Resident Agent and Resident Agent's Address
_____	Change of Business Code
_____	Adoption of Assumed Name
_____	Other Change(s)

Credit Card _____ Check _____ Cash _____

_____ Documents on _____ Checks

Approved By [Signature]
Keyed By _____
COMMENT(S): _____

Code _____

Attention: _____

Mail: Name and Address

**TUXIS CORPORATION
11 HANOVER SQUARE
NEW YORK NY 10005**

Stamp Work Order and Customer Number HERE

CUST ID: 0002450502
 WORK ORDER: 0003667083
 DATE: 07-02-2010 10:44 AM
 AMT. PAID: \$120.00

RECEIVED
DEPARTMENT OF
ASSESSMENTS & TAXATION

2010 JUL -1 A 0:40

ARTICLES OF AMENDMENT

(1)

(2) Tuxis Corporation

a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

(3) The charter of the corporation is hereby amended as follows:

Currently, ARTICLE V, Section (1) of the charter is as follows:

(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion (1,000,000,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million Dollars (10,000,000).

ARTICLE V, Section (1) is hereby deleted in its entirety and substituted in lieu thereof as new ARTICLE V, Section (1) is the following:

(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion One Hundred Thousand (1,000,100,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million One Thousand Dollars (\$10,001,000).

This amendment of the charter of the corporation has been approved by the directors and shareholders.


(4)

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

(5)


Secretary

(5)


President
MATE C. WATKINS

(6) Return address of filing party:

11 Hanover Square
New York, NY 10005

CUST ID:0002450502
WORK ORDER:0003667083
DATE:07-02-2010 10:44 AM
AMT. PAID:\$120.00

ARTICLES OF AMENDMENT

(1)

Tuxis Corporation

(2) a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

(3) The charter of the corporation is hereby amended as follows:

Currently, ARTICLE V, Section (1) of the charter is as follows:

(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion One Hundred Thousand (1,000,100,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million One Thousand Dollars (\$10,001,000).

ARTICLE V, Section (1) is hereby deleted in its entirety and substituted in lieu thereof as new ARTICLE V, Section (1) is the following:

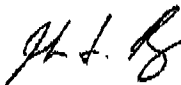
(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion Two Hundred Thousand (1,000,200,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million Two Thousand Dollars (\$10,002,000).

This amendment of the charter of the corporation has been approved by the directors and shareholders.

(4)

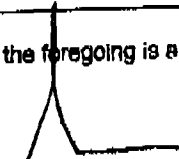
We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

(5)



Secretary

(5)



President

(6) Return address of filing party:

11 Hanover Square
New York, NY 10005

CUST ID:0002660501
WORK ORDER:0003877081
DATE:10-25-2011 03:47 PM
AMT. PAID:\$170.00

ARTICLES OF AMENDMENT

(1)

Tuxis Corporation

(2)

a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

(3) The charter of the corporation is hereby amended as follows:

Currently, ARTICLE V, Section (1) of the charter is as follows:

(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion Two Hundred Thousand (1,000,200,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million Two Thousand Dollars (\$10,002,000).

ARTICLE V, Section (1) is hereby deleted in its entirety and substituted in lieu thereof as new ARTICLE V, Section (1) is the following:

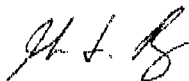
(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion One Hundred Thousand (1,000,100,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million One Thousand Dollars (\$10,001,000).

This amendment of the charter of the corporation has been approved by the directors and shareholders.

(4)

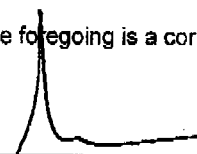
We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

(5)



Secretary

(5)



President

(6) Return address of filing party:

11 Hanover Square

New York, NY 10005

ARTICLES OF AMENDMENT

(1)

Tuxis Corporation

(2)

a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

(3) The charter of the corporation is hereby amended as follows:

Currently, ARTICLE V, Section (1) of the charter is as follows:

(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion One Hundred Thousand (1,000,100,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million One Thousand Dollars (\$10,001,000).

ARTICLE V, Section (1) is hereby deleted in its entirety and substituted in lieu thereof as new ARTICLE V, Section (1) is the following:

(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion Two Hundred Thousand (1,000,200,000) shares, all of which shall have a par value of (\$.01) per share and an aggregate par value of Ten Million Two Thousand Dollars (\$10,002,000).

This amendment of the charter of the corporation has been approved by the directors and shareholders.

(4)

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

(5) 

Secretary

Mark C.
Winmill

Digitally signed by
Mark C. Winmill
Date: 2015.06.26
09:11:35 -04'00'

(5)

President

(6) Return address of filing party:

11 Hanover Square, 12th Floor

New York, NY 10005

ARTICLES OF AMENDMENT

ASSESSMENTS
2017 JUN-6 P 3 29

(1)

(2) Tuxis Corporation

a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that

(3) The charter of the corporation is hereby amended as follows

Currently, ARTICLE V, Section (1) of the charter is as follows

(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion Two Hundred Thousand (1,000,200,000) shares, all of which shall have a par value of (\$ 01) per share and an aggregate par value of Ten Million Two Thousand Dollars (\$10,002,000)

ARTICLE V, Section (1) is hereby deleted in its entirety and substituted in lieu thereof as new ARTICLE V, Section (1) is the following


(1) The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is One Billion One Hundred Thousand (1,000,100,000) shares, all of which shall have a par value of (\$ 01) per share and an aggregate par value of Ten Million One Thousand Dollars (\$10,001,000)

This amendment of the charter of the corporation has been approved by

(4) the directors and shareholders

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act

(5) 
Secretary

(5) 
President

(6) Return address of filing party

11 Hanover Square, 12th Floor
New York, NY 10005

CUST ID 0003503435
WORK ORDER 0004720012
DATE 01-09-2017 01 03 PM
AMT PAID \$100 00