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DELGADO,  
BEFELER,  
STARKMAN &  
MAGOLNICK, P.A.

NationsBankTower  
100 Southeast 2nd Street, 37th Floor  
Miami, Florida 33131  
Telephone (305) 379-8300  
Facsimile (305) 379-4404

GEORGE BEFELER

VIA FEDERAL EXPRESS

July 9, 1997

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

200002237502--4  
-07/14/97-01130-011  
\*\*\*122.50 \*\*\*122.50

RE: THE SOVEREIGN GROUP, INC.

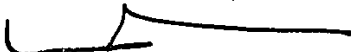
Dear Sir/Madam:

Enclosed are one executed and one conformed copy of the Articles of Incorporation of the above-named company and our check in the amount of \$122.50 representing the filing fee for same.

Please return to this office a stamped copy of such Articles of Incorporation. Your assistance is appreciated.

Very truly yours,

GEORGE BEFELER, P.A.



GEORGE BEFELER, ESQ.

Enclosures

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 14 PM 2:57

7-15-97  
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ARTICLES OF INCORPORATION  
OF  
THE SOVEREIGN GROUP, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUL 14 PM 2:57

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**FIRST:** The name of the corporation is THE SOVEREIGN GROUP, INC.

**SECOND:** The period of its duration is perpetual.

**THIRD:** The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

**FOURTH:** The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

**FIFTH:** The aggregate number of shares which the corporation shall have authority to issue is ONE HUNDRED (100) SHARES of capital stock, \$1.00 par value each.

**SIXTH:** The number of directors constituting the initial Board of Directors of the corporation are three (3) and the name and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Jose Garcia-Rios  
600 Northeast 31st Street  
Suite A-23  
Miami, Florida 33137

Jose Gomez  
600 Northeast 31st Street  
Suite A-23  
Miami, Florida 33137

Richard Lazoff  
600 Northeast 31st Street  
Suite A-23  
Miami, Florida 33137

**SEVENTH:** The name and address of the incorporator is:

George Befeler, Esq.  
100 Southeast 2nd Street  
Suite 3700  
Miami, Florida 33131

**EIGHTH:** The name and address of the initial registered agent and the initial registered office is:


George Befeler, Esq.  
100 Southeast 2nd Street  
Suite 3700  
Miami, Florida 33131

**NINTH:** The principal office of the corporation is:

The Sovereign Group, Inc.  
600 Northeast 31st Street  
Suite A-23  
Miami, Florida 33137

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SECRETARY OF CORPORATIONS  
97 JUL 14 PM 2:57

DATED: July 9, 1997

  
George Befeler,  
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

  
GEORGE BEFELER  
Initial Registered Agent

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 9th day of June, 1997, by George Befeler who did take an oath and who is personally known to me.

  
NOTARY PUBLIC, STATE OF  
FLORIDA AT LARGE

My commission expires:

RE: SOVEREIGNART, INC

OFFICIAL NOTARY SEAL  
ANA MARTA CURNOW  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC578833  
MY COMMISSION EXP. AUG. 22, 2000