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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Sovereign Financial Group Inc.
File 2nd

Walk In

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Certified Copy *2 each*

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Certificate of Status

Will Wait

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Certificate of Good Standing

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ARTICLES ONLY

ALL CHARTER DOCS

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

(S)

98 JUL 22 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Ordered By: _____

P. Hall

JUL 23 1998

Date: _____

ARTICLES OF INCORPORATION
OF
SOVEREIGN FINANCIAL GROUP, INC.

FILED
98 JUL 22 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under and pursuant to the Florida Business Corporation Act, natural person(s) competent to contract, hereby adopts the following Articles of Incorporation:

I

NAME OF CORPORATION

The name of this Corporation shall be:

Sovereign Financial Group, Inc.

II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

25 Seabreeze Avenue, Suite 300
Delray Beach, Florida 33483

III

CORPORATE PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the Florida Business Corporation Act.

IV

INITIAL REGISTERED AGENT FOR STREET ADDRESS FOR SAME

The initial registered agent and street address for same in the State of Florida for this Corporation's is:

<u>NAME</u>	<u>ADDRESS</u>
Robert W. Toth	25 Seabreeze Avenue, Suite 300 Delray Beach, Florida 33483

V

AUTHORIZED STOCK

This Corporation is authorized to issue only one class of stock which shall be designated as common stock. The total number of common shares the Corporation is authorized to issue is 100,000 shares.

VI

DURATION

This Corporation shall exist perpetually unless dissolved according to Florida law.

VII

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director(s) initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but never less than one (1). The name and address of the initial director of the Corporation is as follows:

Robert W. Toth
25 Seabreeze Avenue, Suite 300
Delray Beach, Florida 88483

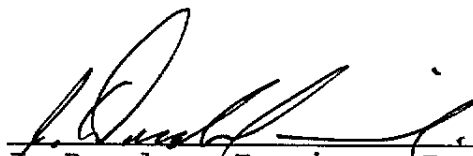
VIII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation, is:

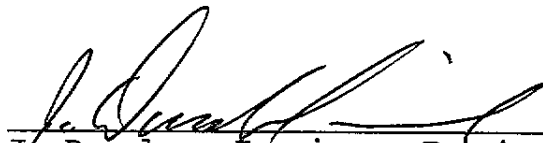
J. Douglass Jennings, Jr.
J. Douglass Jennings, Jr., A.P.C.
9171 Towne Centre Drive, Suite 350
San Diego, California 92122

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the Incorporator of this Corporation executed these Articles of Incorporation on July 9, 1998.



J. Douglass Jennings, Jr.,
Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



J. Douglass Jennings, Jr.

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT
OF SOVEREIGN FINANCIAL GROUP, INC.

FILED
98 JUL 22 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes §§ 48.091 and 607.034, the following is submitted:

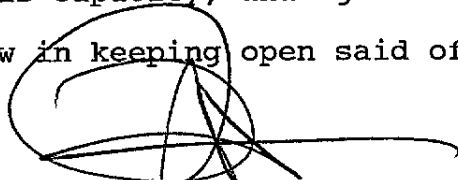
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

25 Seabreeze Avenue, Suite 300
Delray Beach, Florida 33483

has named, ROBERT W. TOTH, as its Registered Agent to accept service of process within this state..

ACKNOWLEDGMENT

Having been named to accept service of process for the above referenced corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law in keeping open said office.



ROBERT W. TOTH,
Registered Agent