MAR-16-00 [illegible]:21PM [illegible] 305[illegible]5095 T-[illegible]63 P.[illegible]/04 [illegible]-087

F00000001438

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

00 MAR 16 PM 2:00

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000011979 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

RECEIVED
00 MAR 16 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To:
Division of Corporations
Fax Number : (850)922-4003

From: Nery C. Toledo, Legal Assistant
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305)374-5600
Fax Number : (305)374-5095

FOREIGN PROFIT QUALIFICATION

STERLING FINANCIAL HOLDINGS, INC.

AL

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	$78.75

19785 - 101024

Electronic Filing Menu   Corporate Filing   Public Access Help

3/16/00

https://ccfss1.dos.state.fl.us/scripts/efilcovr.exe

(H00000011979 2)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. Sterling Financial Holdings, Inc.
(Name of corporation, must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. 65-0988496
(FEI number, if applicable)

4. March 7, 2000
(Date of incorporation)

5. Perpetual
(Duration Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 225 N.E. Mizner Boulevard, Suite 400
Boca Raton, FL 33432
(Current mailing address)

00 MAR 16 PM 2:00

8. To conduct or promote any lawful business or purposes
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Brian M. Garcia
Office Address: One S.E. Third Avenue, 28th Floor
Miami, Florida, 33131
(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated

12. Names and addresses of officers and/or directors. (Street address **ONLY** - P.O. Box **NOT** acceptable)

Chairman: Charles P. Garcia

Address: 225 N.E. Mizner Boulevard, Suite 400

Boca Raton, FL 33432

Vice Chairman:

Address:

Director: Alexis Korybut

Address: 225 N.E. Mizner Boulevard, Suite 400

Boca Raton, FL 33432

Director: Brad Baker

Address: 225 N.E. Mizner Boulevard, Suite 400

Boca Raton, FL 33432

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Alexis Korybut

Address: 225 N.E. Mizner Blvd, Suite 400
Boca Raton, FL 33432

CEO ~~Vice-President~~: Charles P. Garcia

Address: 225 N.E. Mizner Blvd Suite 400
Boca Raton, FL 33432

Secretary: Charles P. Garcia

Address: 225 NE. Mizner Boulevard, Suite 400
Boca Raton, FL 33432

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charles P. Garcia, Chairman and CEO
(Typed or printed name and capacity of person signing application)

(H00000011979 2)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STERLING FINANCIAL HOLDINGS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF MARCH, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

00 MAR 16 PM 2:00

(H00000011979 2)

3189421 8300

001129895

Edward J. Freel, Secretary of State

AUTHENTICATION: 0315751

DATE: 03-15-00