

F04000004525**(5)**

Florida Department of State
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RESUBMIT

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT QUALIFICATION**SOVEREIGN INVESTMENT COMPANY**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 5, 2004

CORPORATION SERVICE COMPANY

SUBJECT: SOVEREIGN INVESTMENT COMPANY
REF: W04000030017

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DIVISION OF CORPORATION

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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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. SOVEREIGN INVESTMENT COMPANY

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California

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

3. _____

(FEI number, if applicable)

4. 1/21/03

(Date of incorporation)

5. Perpetual

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

6. upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 777 California Ave Palo Alto, CA 94304

(Principal office address)

777 California Ave. Palo Alto, CA 94304

(Current mailing address)

8. Ownership and management of real estate

(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: Corporation Service Company

Office Address: 1201 Nave Street

Tallahassee

(City)

Florida 32301

(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 duty and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

Amey Steigh Asst. Sec
(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 business addresses of officers and/or directors:

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TALLAHASSEE FLORIDA
STATE

A. DIRECTORS

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Chairman: George Marcus
Address: 777 California Avenue
Palo Alto, CA 94304

Vice Chairman: Peter Mavroides
Address: 116 Village Blvd. Suite 200
Princeton, NJ 08540

Director: Jeffrey Hoppen
Address: 777 California Avenue
Palo Alto, CA 94304

Director: Donald Lorenz
Address: 777 California Avenue
Palo Alto, CA 94304

B. OFFICERS

President: Peter Mavroides
Address: 116 Village Blvd. Suite 200
Princeton, NJ 08540

Vice President: Jeffrey Hoppen (CIO)
Address: 777 California Avenue
Palo Alto, CA 94304

Secretary: Robert Kennis
Address: 777 California Avenue - Palo Alto, CA 94304

Treasurer: _____
Address: _____

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

13. J Hoppen
(Signature of Director or Officer listed in number 12 of the application)

14. Jeffrey Hoppen, Chief Investment Officer
(Typed or printed name and capacity of person signing application)

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AUG. 5, 2004 12:07PM

CSC (717) 526-4401

NO. 4022 P. 2

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the 21ST day of JANUARY, 2003, SOVEREIGN INVESTMENT COMPANY became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of August 4, 2004.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

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