

(5)

H000 000289.83

00167 26 PM 4:31

STATE OF FLORIDA
DIVISION OF REVENUE

**ARTICLES OF ORGANIZATION
OF
SORIN FINANCIAL GROUP, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be SORIN FINANCIAL GROUP, L.L.C. ("Company").

ARTICLE II -- PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The mailing address and street address of the principal office of the Company shall be 8155 Boca Rio Drive, Boca Raton, Florida 33433.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- PURPOSE

This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.

ARTICLE V -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is KENNETH S. POLLOCK, P.A., 2400 E. Commercial Boulevard, Suite 517, Fort Lauderdale, Florida 33308.

H000 000289.83

H000 000289.83**ARTICLE VI - INITIAL MEMBERS**

The names of the initial members of the limited liability company and their addresses are as follows:
Leonid Sorin, 8155 Boca Rio Drive, Boca Raton, Florida 33433

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members or as otherwise set forth in the Regulations. A member may only transfer his or her interest in the Company as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

Upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by the manager or managers elected or appointed by the members in accordance with the Regulations to be adopted by the members for the management of the business and affairs of the Company. These Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the initial Managers of the Company are:

NAME	ADDRESS
(a) Leonid Sorin	8155 Boca Rio Drive Boca Raton, Florida 33433

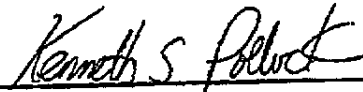
ARTICLE X - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law or the Regulations.

H000 000289.83

H000 00028983

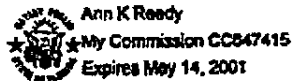
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Fort Lauderdale, Florida, on this 26th day of May, 2000.

ORGANIZER:

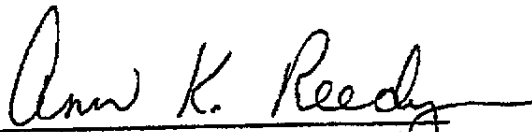
Kenneth S. Pollock
2400 E. Commercial Boulevard, Suite 517
Fort Lauderdale, FL 33308
Boca Raton, Florida 33433

STATE OF FLORIDA
COUNTY OF BROWARD


Acknowledged, sworn to and subscribed before me this 26 day of May, 2000, by Kenneth S. Pollock, who is personally known to me or who has produced _____ as identification.



(SEAL)



NOTARY PUBLIC STATE OF FLORIDA



Print or Type Name
My Commission Expires: _____

H000 00028983

H000 000289.83

SORIN FINANCIAL GROUP, L.L.C.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of SORIN FINANCIAL GROUP, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

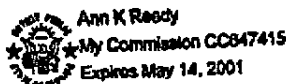
KENNETH S. POLLOCK, P.A.

By: Kenneth S. Pollock
Print name: KENNETH S. POLLOCK
Title: President

STATE OF FLORIDA)
) ss.:
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Kenneth S. Pollock President of KENNETH S. POLLOCK, P.A., to me personally known to be the person described in and who executed, acknowledged and subscribed the foregoing instrument before me, OR who produced his _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 26 day of May, 2000.



Ann K. Reedy
Signature, Notary Public
Printed Name: Ann K. Reedy

[SEAL]

H000 000289.83