156000008271

Thomas Maiorana 1750 N. Florida Mango Road, Ste.301-#3 West Palm Beach, FL 33409 (561) 308-0045

May 16, 2001

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL-32314

700004273787--7 -05/21/01--01122--007 ****125.00 ****125.00

Re: SouthTrust Asset Management, LLC

Dear Sirs:

Please find enclosed the Articles of Organization for SouthTrust Asset Management, LLC along with a check for 125.00 made payable to the Florida Department of State.

Please send written notice of filing to:

Thomas Maiorana 1750 N. Florida Mango Road, Ste.301-#3 West Palm Beach, FL 33409

Please call (561) 308-0045 if you have any questions. Thanks for your help.

Sincerely,

Tom Mairoana

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

SouthTrust Asset Management LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1955 Brandywine Road, Apt. 301 West Palm Beach, FL 33409

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Thomas Majorana			
Name	- 1	*****	
1955 Brandywine Road, Apt. 301			
Florida street address (P.O. Box NOT acceptable)	•	**5 *2,	 • • •
West Palm Beach, FL 33409			
City, State, and Zip	•		
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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Thomas Maiorana

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (Optional) \$ 5.00 Certificate of Status (Optional)