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FILED
2002 APR -5 PM 4:51
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

April 4, 2002

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

VIA: FEDERAL EXPRESS

RE: *Sovereign QB, LLC*

500005195295--5
-04/05/02--01044--008
****125.00 ****125.00

Dear Sir/Madam:

With respect to the above captioned matter, please find enclosed under this cover the following:

1. Original and one (1) copy of Articles Of Organization For Sovereign QB, LLC; and
2. Check Number 13695 in the amount of One Hundred Twenty Five Dollars and No/100 (\$125.00) in payment of the filing fee for Sovereign QB, LLC.

Please file this Limited Liability Company and return a stamped copy of the Articles Of Organization in the enclosed self-addressed, stamped envelope.

Thank you for your anticipated cooperation and please contact me should you require any additional information.

Very truly yours,

Gary J. Rotella

GJR/jmw

Enclosures

J. BRYAN APR - 8 2002

ARTICLES OF ORGANIZATION

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TALLAHASSEE, FLORIDA

FOR Sovereign QB, LLC:

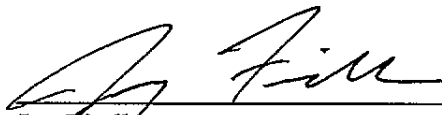
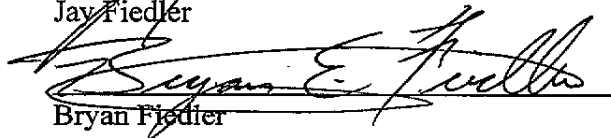
1. The name of the Limited Liability Company is Sovereign QB, LLC.
2. The mailing address and street address of this Limited Liability Company is:

2255 Southwest 105th Terrace
Davie, Florida 33324
3. The purpose is to form and operate a business to own, breed and/or sell a Thoroughbred race horse named "Sovereign Salute".
4. The name and address of the initial Registered Agent for service of process in the state of Florida shall be:

Gary J. Rotella, Esquire
Gary J. Rotella & Associates, P.A.
New River Center, Suite 1850
200 East Las Olas Boulevard
Fort Lauderdale, Florida 33301-2276
5. The following member will manage this Limited Liability Company:

Jay Fiedler
6. These Articles Of Organization are signed and executed by Jay Fiedler and Bryan Fiedler in the capacity as organizers and members of Sovereign QB, LLC.

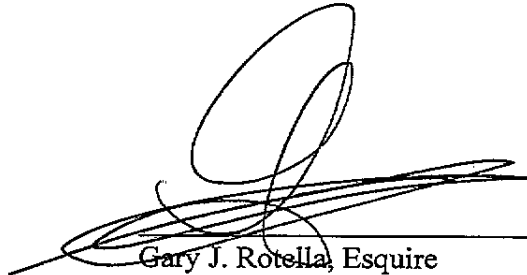
DATED: April 4, 2002


Jay Fiedler

Bryan Fiedler

Acceptance of Registered Agent Designated in Articles Of Organization of Sovereign QB, LLC pursuant to the requirements of Chapter 608 of the Florida Statutes.

Gary J. Rotella, Esquire, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the Registered Agent in the Articles Of Organization of said Limited Liability Company, is familiar with and accepts the obligation of that position as provided in Chapter 608 of the Florida Statutes.

DATED: April 4, 2002



Gary J. Rotella, Esquire

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