



THE UNITED STATES  
CORPORATION  
COMPANY

L98000001439

ACCOUNT NO. : 072100000032

REFERENCE : 888866 7159230

AUTHORIZATION :

COST LIMIT : \$ 285.00

ORDER DATE : July 13, 1998

ORDER TIME : 1:29 PM

ORDER NO. : 888866-005

CUSTOMER NO: 7159230

CUSTOMER: Mr. Larry C. Grossman  
MR. LARRY C. GROSSMAN

4890 West Kennedy Boulevard  
Suite 130  
Tampa, FL 33609

600002615116--1

DOMESTIC FILING

NAME: SOVEREIGN INTERNATIONAL ASSET  
MANAGEMENT, LLC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

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SECRETARY OF CORPORATIONS  
AUG 13 PM 2:31

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h/r  
8/13/98

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I. NAME

The name of the Limited Liability Company is:

SOVEREIGN INTERNATIONAL ASSET MANAGEMENT, LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 4890 West Kennedy Boulevard, Suite 130, Tampa, Florida 33609.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 Years

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

Member: Larry C. Grossman 4890 West Kennedy Boulevard,  
Suite 130, Tampa, Florida 33609

The undersigned authorized representative of a member of SOVEREIGN INTERNATIONAL ASSET MANAGEMENT, LLC. hereby executes

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these articles of organization on this 07 Day of August 1998

CORPORATION SERVICE COMPANY

Deborah D. Skipper  
BY: Deborah D. Skipper  
as its agent as authorized  
representative of Sovereign  
International Asset Management, LLC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, 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 above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper

Dated: August 7, 1998

KLL/jjw

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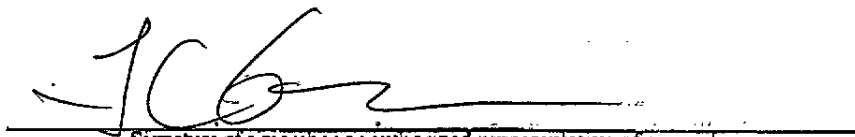
## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of \_\_\_\_\_

Sovereign International Asset  
Management, L.C.

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 2000
- 5) the total amount of 2, 3, and 4 is \$ 2100

  
\_\_\_\_\_  
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the  
execution of this affidavit constitutes an affirmation under the  
penalties of perjury that the facts stated herein are true.)

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98 AUG 13 PM 2:31LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of Sovereign International Asset Management (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of this Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 20 day of

July, 1998.

Juan Falkner  
Witness  
Juan Falkner  
Typed or Printed Name

[Signature]  
Signature  
Harry C. Grossman  
Typed or Printed Name

Barbara B. Strickland  
Witness  
Barbara B. Strickland  
Typed or Printed Name