

P97000080402

SOVEREIGN CAPITAL, INC.
1815 South Osprey Avenue
Sarasota, Florida 34239
941-331-4355

August 25, 1997

Secretary of State
Division of Corporations
P O. Box 6327
Tallahassee, Florida 32314

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-09/15/97--01074--007
***122.50 ***122.50

Re: Sovereign Capital, Inc.

Ladies and/or Gentlemen:

Enclosed in duplicate are the Articles of Incorporation for the above captioned corporation together with the certificate designating the Registered Agent. Also enclosed is a check to the Secretary of State in the amount of \$122.50 to cover the following:

1. \$35.00 - Filing Fee
2. \$52.50 - Certified Copy of Articles
3. \$35.00 - Filing Registered Agent Certificate

Subsequent to filing of the enclosed Articles of Incorporation, please call this office with the Charter Number and thereafter forward the certified copy to me at the above letterhead address. Thank you for your cooperation in this matter.

Very truly yours,

John F. Renheiro
JOHN F. RENDEIRO

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Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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26/1/1997

ARTICLES OF INCORPORATION

OF

SOVEREIGN CAPITAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 15 AM 9:08

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of the Corporation shall be **SOVEREIGN CAPITAL, INC.**, a Florida corporation. The mailing address of the Corporation and the principal office of the Corporation is 1815 South Osprey Avenue, Sarasota, Florida, 34239.

ARTICLE II - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 10,000 shares of common stock having a par value of \$1.00 per share. The Corporation will have no other classes of shares.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The Corporation shall have one Director initially. The name and street address of the initial member of the Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
JOHN F. RENDEIRO	1815 South Osprey Avenue Sarasota, Florida 34239

ARTICLE VI - OFFICERS

The name and address of the initial officer of the Corporation who shall hold office for the first year of the Corporation, or until his successors are elected or appointed, is:

JOHN F. RENDEIRO	President/Vice President/ Secretary/Treasurer
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ARTICLE VII - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at the first meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the Shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the Shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the

Shareholders may provide that it shall be altered, amended, or repealed only by the Shareholders.

ARTICLE VIII - AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE IX - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 1815 South Osprey Avenue, Sarasota, Florida, 34239.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be JOHN F. RENDEIRO.

ARTICLE X - INCORPORATOR

The name and address of the incorporator is:

NAME	ADDRESS
JOHN FRANCIS RENDEIRO	1815 South Osprey Avenue Sarasota, Florida 34239


IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned has executed these Articles of Incorporation on this _____ day of _____, 1997.



JOHN F. RENDEIRO

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 9th day of September, 1997, by JOHN FRANCIS RENDEIRO, who is personally known by me and who did not take an oath.



NOTARY PUBLIC
MARIAMNE LERAR
EXPIRES: October 16, 1999
Bonded Thru Notary Public Underwriters

ACCEPTANCE

I hereby accept to act as initial Registered Agent for
SOVEREIGN CAPITAL, INC., as stated in these Articles of
Incorporation.



JOHN FRANCIS RENDEIRO

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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