

Corp No. 583164

**GOVERNMENT OF  
THE VIRGIN ISLANDS OF THE UNITED STATES  
— O —  
CHARLOTTE AMALIE, ST. THOMAS, VI 00802**

**CERTIFICATE OF EXISTENCE**

*To All To Whom These Presents Shall Come:*

I, GREGORY R. FRANCIS, Lieutenant Governor of the Virgin Islands do hereby certify that I am, by virtue of the laws of the Virgin Islands, the custodian of the corporate records and the proper officer to execute this certificate.

I further certify that the records of this office disclose that

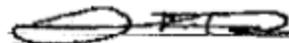
**SOUTHERN FINANCIAL, LLC**

**Limited Liability Company**

was duly registered to conduct business in the Territory on **February 25, 2013** and has a legal existence as a Limited Liability Company so far as the records of this office show.



Witness my hand and the seal of the Government of the Virgin Islands of the United States, at Charlotte Amalie, St. Thomas, this 27th day of February, 2013.

  
GREGORY R. FRANCIS  
Lieutenant Governor of the Virgin Islands

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The foregoing paragraph shall be construed as enumerating both objects and purposes of this Company, and it is hereby expressly provided that the foregoing numeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this Company otherwise permitted by law.

**ARTICLE THREE**  
**DURATION AND CONTINUITY**

The period of duration of this Company shall be perpetual. No member shall have the power to dissolve the Company by his or her independent act of any kind.

**ARTICLE FOUR**  
**ORGANIZER**

The name and address of the organizer of this Company is:

Greg J. Ferguson

Mailing Address: 9100 Port of Sale Mall, Suite 15, St. Thomas, U.S. Virgin Islands 00802

Physical Address: 9100 Port of Sale Mall, Suite 15, St. Thomas, U.S. Virgin Islands 00802

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LT. GOV. OFFICE  
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CORPORATION

**ARTICLE FIVE**  
**MANAGEMENT**

The Company shall be manager-managed. The initial manager of the Company shall be Jeffrey Epstein. The physical and mailing address of the initial manager of the Company is 9100 Port of Sale Mall, Suite 15, St. Thomas, U.S. Virgin Islands 00802.

**ARTICLE SIX**  
**CAPITAL**

The Company shall begin business with capital in the amount of One Thousand United States Dollars (US \$1,000.00).

**ARTICLE SEVEN**  
**LIMITATION OF LIABILITY**

No manager of the Company shall be liable to the Company or its members for monetary damages for an act or an omission in such manager's capacity as a member, except for liability of a manager for (i) a breach of a manager's duty of loyalty to the Company or its members, (ii) an act or omission, not in good faith, that constitutes a breach of duty of a manager to the Company or an act or omission that involves intentional misconduct or a knowing violation of the law, (iii) a transaction from which a manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's position, or (iv) an act or omission for which the liability of a manager is expressly provided for by an applicable

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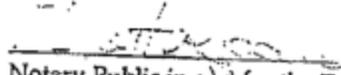
IN WITNESS WHEREOF, the undersigned person has hereunto set his hand as Organizer of the Company this 25th day of February, 2013.

  
\_\_\_\_\_  
Greg J. Ferguson

IN THE TERRITORY OF THE UNITED STATES VIRGIN ISLANDS  
UNITED STATES OF AMERICA

BEFORE ME, the undersigned authority, on this 25th day of February, 2013, personally appeared Greg J. Ferguson, who, being by me first duly sworn, declared that he is the person who signed the foregoing document as the Organizer of the Company and that the statements contained in these Articles of Organization are true.

RECEIVED  
LT. GOV. C. GEARY  
2013 FEB 25 11:49 AM  
CORP. AFF. DIV.

  
\_\_\_\_\_  
Notary Public in and for the Territory of the United States Virgin Islands  
My commission expires:

Brett A. Geary  
Notary Public NP-124-11  
St. Thomas / St. John, USVI  
My Commission Expires: December 21, 2015

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