

# F04000003638

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

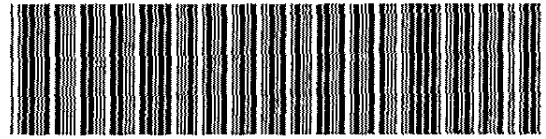
(Business Entity Name)

(Document Number)

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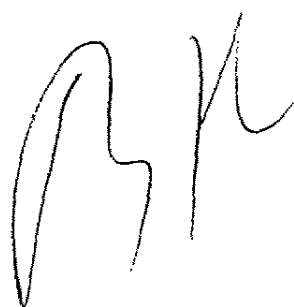
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CORPORATION SERVICE COMPANY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 774155 7132640  
AUTHORIZATION : *Patricia Pajudo*  
COST LIMIT : \$ 1220.00

ORDER DATE : June 24, 2004  
ORDER TIME : 10:02 AM  
ORDER NO. : 774155-005  
CUSTOMER NO: 7132640

CUSTOMER: Ms. Jessica Bolesta  
Buchanan Ingersoll, P.c.  
Suite 2500, Suntrust Financial  
Center 401 E. Jackson Street  
Tampa, FL 33602

FOREIGN FILINGS

NAME: NEWTEK SMALL BUSINESS  
FINANCE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT# 2908

EXAMINER: \_\_\_\_\_

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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04 JUN 28 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. **Newtek Small Business Finance, Inc.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **New York**

(State or country under the law of which it is incorporated)

3. **03-0464287**

(FEI number, if applicable)

4. **May 28, 2002**

(Date of incorporation)

5. **Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6. **January 1, 2003**

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. **462 Seventh Ave., 14th Floor, New York, NY 10018**

(Principal office address)

**462 Seventh Ave., 14th Floor, New York, NY 10018**

(Current mailing address)

8. **All lawful purposes.**

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: **Mark Bernet, Esquire**

Office Address: **401 East Jackson Street, Suite 2500**

**Tampa**

(City)

Florida **33602**

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: **John Cox**

Address: **462 Seventh Avenue, 14th Floor**  
**New York, New York 10018**

Vice Chairman:

Address:

Director: **Seth Cohen**

Address: **462 Seventh Avenue, 14th Floor**  
**New York, New York 10018**

Director: **Michael J. Dowd**

Address: **462 Seventh Avenue, 14th Floor**  
**New York, New York 10018**

**B. OFFICERS**

President: **Peter Downs**

Address: **462 Seventh Avenue, 14th Floor**  
**New York, New York 10018**

Vice President: **Suzanne Hansen**

Address: **462 Seventh Avenue, 14th Floor**  
**New York, New York 10018**

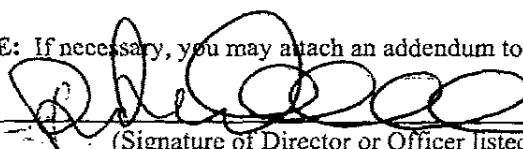
Secretary: **Barry Sloane**

Address: **462 Seventh Avenue, 14th Floor, New York, New York 10018**

Treasurer: **Michael J. Dowd**

Address: **462 Seventh Avenue, 14th Floor, New York, New York 10018**

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Director or Officer listed in number 12 of the application)

14. **Peter Downs, President**  
(Typed or printed name and capacity of person signing application)

State of New York } ss:  
Department of State

I hereby certify, that the Certificate of Incorporation of NEWTEK SMALL BUSINESS FINANCE, INC. was filed on 05/28/2002, under the name of SMALL BUSINESS FUNDING, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment SMALL BUSINESS FUNDING, INC., changing its name to NEWTEK SMALL BUSINESS FINANCE, INC., was filed 12/31/2002.



\*\*\*

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 08th day of March  
two thousand and four.

A handwritten signature in black ink, appearing to read "R. A. DeSantis", is written over the official seal area.

Secretary of State