

F13000004864

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

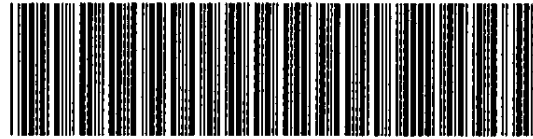
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500252744865

11/06/13--01027--014 **78.75

FILED
13 NOV -6 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
11/6/13

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: ACF RT, Inc

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Cris Neely

Name of Person

TFP International, Inc.

Firm/Company

20803 Biscayne Blvd Suite 305

Address

Aventura, Florida 33180

City/State and Zip code

cneely@tradefinancesolutions.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cris Neely at (305) 356-8083

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN 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. ACF RT 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. Ontario, Canada

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

3. 002362485

(FEI number, if applicable)

4. February 22, 2013

(Date of incorporation)

5. perpetual

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

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 20803 Biscayne Blvd Suite 305 Aventura, Florida 33180

(Principal office address)

20803 Biscayne Blvd Suite 305 Aventura, Florida 33180

(Current mailing address)

8. Financing to Small and Medium Enterprises

(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 NOT acceptable)

Name: Cris Neely

Office Address: 20803 Biscayne Blvd Suite 305

Aventura

(City)

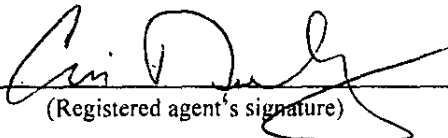
, Florida 33180

(Zip code)

FILED
13 NOV 26 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Steve McDonald

Address: 1 Palace Pier Court Suite 706

Toronto, ON M8V 3M9

Director: _____

Address: _____

B. OFFICERS

President: Steve McDonald

Address: 1 Palace Pier Court Suite 706

Toronto, ON M8V 3M9

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Steve McDonald

(Typed or printed name and capacity of person signing application)

FILED

13 NOV -6 PM 2:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Request ID: 015868001
Demande n° :
Transaction ID: 52558114
Transaction n° :
Category ID: CT
Catégorie :

Province of Ontario
Province de l'Ontario
Ministry of Government Services
Ministère des Services gouvernementaux

Date Report Produced: 2013/11/05
Document produit le :
Time Report Produced: 08:48:39
Imprimé à :

CERTIFICATE OF STATUS ATTESTATION DU STATUT JURIDIQUE

13 NOV -6 PM 2:58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify that according to the records of the Ministry of Government Services

D'après les dossiers du Ministère des Services gouvernementaux, nous attestons que la société

ACF RT INC.

Ontario Corporation Number

Numéro matricule de la société (Ontario)

0 0 2 3 6 2 4 8 5

is a corporation incorporated,
amalgamated or continued under
the laws of the Province of Ontario.

est une société constituée, prorogée ou née
d'une fusion aux termes des lois de la
Province de l'Ontario.

The corporation came into existence on

La société a été fondée le

FEBRUARY 22 FÉVRIER, 2013

and has not been dissolved.

et n'est pas dissoute.

Dated

Fait le

NOVEMBER 05 NOVEMBRE, 2013



Director
Directrice

The issuance of this certificate in electronic form is authorized by the Ministry of Government Services.

La délivrance du présent certificat sous forme électronique est autorisée par le Ministère des Services gouvernementaux.

Request ID: 015092261
Demande n°:
Transaction ID: 050117463
Transaction n°:
Category ID: CT
Catégorie:

Province of Ontario
Province de l'Ontario
Ministry of Government Services
Ministère des Services gouvernementaux

Date Report Produced: 2013/02/22
Document produit le:
Time Report Produced: 16:45:27
Imprimé à:

Certificate of Incorporation Certificat de constitution

13 NOV -6 PM 2:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify that

Ceci certifie que

ACF RT INC.

Ontario Corporation No.

Numéro matricule de la personne morale en
Ontario

002362485

is a corporation incorporated,
under the laws of the Province of Ontario.

est une société constituée aux termes
des lois de la province de l'Ontario.

These articles of incorporation
are effective on

Les présents statuts constitutifs
entrent en vigueur le

FEBRUARY 22 FÉVRIER, 2013

Director/Directrice
Business Corporations Act/Loi sur les sociétés par actions

Request ID / Demande n°

15092261

Ontario Corporation Number
Numéro de la compagnie en Ontario

2362485

FORM 1

FORMULE NUMÉRO 1

BUSINESS CORPORATIONS ACT

/

LOI SUR LES SOCIÉTÉS PAR ACTIONS

ARTICLES OF INCORPORATION
STATUTS CONSTITUTIFS

1. The name of the corporation is:
ACF RT INC.

Dénomination sociale de la compagnie:

2. The address of the registered office is:

Adresse du siège social:

2150 ISLINGTON AVENUE

Suite 218

(Street & Number, or R.R. Number & if Multi-Office Building give Room No.)

(Rue et numéro, ou numéro de la R.R. et, s'il s'agit d'édifice à bureau, numéro du bureau)

TORONTO
CANADA

(Name of Municipality or Post Office)

(Nom de la municipalité ou du bureau de poste)

ONTARIO

M9P 3V4

(Postal Code/Code postal)

3. Number (or minimum and maximum
number) of directors is:

Minimum 1

Nombre (ou nombres minimal et maximal)
d'administrateurs:

Maximum 10

4. The first director(s) is/are:

Premier(s) administrateur(s):

First name, initials and surname

Prénom, initiales et nom de famille

Resident Canadian

State Yes or No

Résident Canadien

Oui/Non

Address for service, giving Street & No.
or R.R. No., Municipality and Postal Code

Domicile élu, y compris la rue et le
numéro, le numéro de la R.R., ou le nom
de la municipalité et le code postal

* STEVE
MCDONALD

YES

2150 ISLINGTON AVENUE Suite 218

TORONTO ONTARIO
CANADA M9P 3V4

FILED
NOV - 8 PM 2:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Request ID / Demande n°

15092261

Ontario Corporation Number
Numéro de la compagnie en Ontario

2362485

5. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.

Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la compagnie.

None.

FILED
13 NOV -6 PM 2 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6. The classes and any maximum number of shares that the corporation is authorized to issue:

Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:

The Corporation is authorized to issue an unlimited number of Common Shares.

Request ID / Demande n°

15092261

Ontario Corporation Number
Numéro de la compagnie en Ontario

2362485

7. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:
Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions que peut être émise en série:

Not applicable.

FILED
13 NOV -6 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Request ID / Demande n°

Ontario Corporation Number
Numéro de la compagnie en Ontario

15092261

2362485

8. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:

L'émission, le transfert ou la propriété d'actions est/n'est pas restreinte. Les restrictions, s'il y a lieu, sont les suivantes:

No shares shall be transferred without either:

- (a) the approval of the directors expressed by a resolution passed at a meeting of the directors of the Corporation or an instrument or instruments in writing signed by a majority of them; or
- (b) the approval of the holders of a majority of the voting shares of the Corporation for the time being outstanding, expressed by a resolution passed at a meeting of such shareholders or by an instrument or instruments in writing signed by the holders of a majority of such shares.

FILED
13 NOV -6 PM 2 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Request ID / Demande n°

15092261

Ontario Corporation Number
Numéro de la compagnie en Ontario

2362485

9. Other provisions, (if any, are):
Autres dispositions, s'il y a lieu:

The Corporation has a lien on a share registered in the name of a shareholder or its legal representative for a debt of that shareholder to the Corporation.

FILED
13 NOV - 6 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Request ID / Demande n°

15092261

Ontario Corporation Number
Numéro de la compagnie en Ontario

2362485

10. The names and addresses of the incorporators are
Nom et adresse des fondateurs

First name, initials and last name
or corporate name

*Prénom, initiale et nom de
famille ou dénomination sociale*

Full address for service or address of registered office or of principal place of business
giving street & No. or R.R. No., municipality and postal code
*Domicile élu, adresse du siège social au adresse de l'établissement principal, y compris
la rue et le numéro, le numéro de la R.R., le nom de la municipalité et le code postal*

* STEVE MCDONALD

2150 ISLINGTON AVENUE Suite 218

TORONTO ONTARIO
CANADA M9P 3V4

13 NOV -6 PM 2:58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name of Corporation
ACF RT INC.

Ontario Corporation Number
2362485

Request ID
15092261

FILED

13 NOV -6 PM 2:58

ADDITIONAL INFORMATION FOR ELECTRONIC INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT PERSON

First Name

Last Name

OLGA

SUMMERS

Name of Law Firm

Dickinson Wright LLP

ADDRESS

Street #

Street Name

Suite #

222

Bay Street, 18th Floor, PO Bo

Additional Information

City

Toronto

Province

Country

Postal Code

ONTARIO

CANADA

M5K 1H1

TELEPHONE #:

416-777-0101

NUANS SEARCH DETAILS

Corporate Name Searched on NUANS (1)

ACF RT INC.

NUANS Reservation Reference #

108362727

Date of NUANS Report

2013/02/22

Name of Corporation
ACF RT INC.

Ontario Corporation Number
2362485

Request ID
15092261

FILED

13 NOV -6 PM 2:58

ELECTRONIC INCORPORATION TERMS AND CONDITIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following are the terms and conditions for the electronic filing of Articles of Incorporation under the Ontario *Business Corporations Act* (OBCA) with the Ministry of Government Services.

Agreement to these terms and conditions by at least one of the incorporators listed in article 10 of the Articles of Incorporation is a mandatory requirement for electronic incorporation.

- 1) The applicant is required to obtain an Ontario biased or weighted NUANS search report for the proposed name. The applicant must provide the NUANS name searched, the NUANS reservation number and the date of the NUANS report. The NUANS report must be kept in electronic or paper format at the corporation's registered office address.
- 2) All first directors named in the articles must sign a consent in the prescribed form. The original consent must be kept at the corporation's registered office address.
- 3) A Corporation acquiring a name identical to that of another corporation must indicate that due diligence has been exercised in verifying that the Corporation meets the requirements of Subsection 6(1) of Regulation 62 made under the OBCA. Otherwise, the Corporation is required to obtain a legal opinion on legal letterhead signed by a lawyer qualified to practise in Ontario that clearly indicates that the corporations involved comply with Subsection 6(2) of that Regulation by referring to each clause specifically. The original of this legal opinion must be kept at the Corporation's registered office address. The applicant must complete the electronic version of this legal opinion provided by one of the Service Providers under contract with the Ministry.
- 4) The date of the Certificate of Incorporation will be the date the articles are updated to the ONBIS electronic public record database. Articles submitted electronically outside MGS, ONBIS access hours, will receive an endorsement date effective the next business day when the system resumes operation, if the submitted Articles of Incorporation meet all requirements for electronic incorporation. Articles of Incorporation submitted during system difficulties will receive an endorsement date effective the date the articles are updated to the ONBIS system.
- 5) The electronic Articles of Incorporation must be in the format approved by the Ministry and submitted through one of the Service Providers under contract with the Ministry.
- 6) Upon receipt of the Certificate of Incorporation issued by the ONBIS system, a duplicate copy of the Articles of Incorporation with the Ontario Corporation Number and the Certificate of Incorporation must be kept in paper or electronic format. The Ministry will print and microfilm copies of the Certificate of Incorporation, the Articles of Incorporation and any other documentation submitted electronically. These will be considered the true original filed copies.
- 7) The sole responsibility for correctness and completeness of the Articles of Incorporation, and for compliance with the OBCA and all regulations made under it, lies with the incorporator(s) and/or their legal advisor(s), if any.

The incorporator(s) have read the above Terms and Conditions and they understand and agree to them.

I am an incorporator or I am duly authorized to represent and bind the incorporator(s).

First Name
STEVE

Last Name
MCDONALD