





FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 22, 2016

SUNSHINE CORPORATE FILING OF FLORIDA INC

SUBJECT: WINTRUST ASSET FINANCE INC.  
Ref. Number: W16000012868

*Attached*  
*Please refer*

We have received your document for WINTRUST ASSET FINANCE INC. and your check(s) totaling \$103.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Shelia H Young  
Regulatory Specialist II

Letter Number: 116A00003569

16 FEB 23 AM 11:58  
RECEIVED  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA

FILED

INSUFFICIENCY OF FILING

16 FEB 23 AM 11:58

RECEIVED

**SUNSHINE** CORPORATE FILING OF FLORIDA INC.

3458 Lakeshore Drive  
Tallahassee, Florida 32312  
(850) 656-4724  
Toll Free: 844-541-6792

DATE: 2-19-16

WALK IN

ENTITY NAME: Wintrust Asset Finance, Inc

**\*\*PLEASE FILE THE ATTACHED AND RETURN:\*\***

Plain Copy  
 Certified Copy

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY:\*\***

Document Number: \_\_\_\_\_  
 Certified Copy of Arts & Amendments  
 Certificate of Good Standing

**\*\*APOSTILLE/NOTARIAL CERTIFICATION:\*\***

COUNTRY OF DESTINATION \_\_\_\_\_  
NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

FILED  
16 FEB 19 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TOTAL AMOUNT OWED: 78.75  
CHECK NUMBER: 2283

PLEASE CONTACT TINA AT 850-508-1891 FOR ANY PROBLEMS OR INFORMATION ON THIS MATTER.

Thank you!

Tina Goff, President

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

Wintrust Asset Finance Inc.

**SUBJECT:** \_\_\_\_\_  
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:

\_\_\_\_\_  
Name of Person

\_\_\_\_\_  
Firm/Company

\_\_\_\_\_  
Address

\_\_\_\_\_  
City/State and Zip code

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

For further information concerning this matter, please call:

\_\_\_\_\_  
Name of Person at (\_\_\_\_\_) \_\_\_\_\_  
Area Code Daytime Telephone Number

FILED  
16 FEB 19 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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

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

2. Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 30, 2015 5. Perpetual  
(Date of incorporation) (Date of duration, if other than perpetual)

6. March 1, 2016  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2801 Network Boulevard, Suite 505, Frisco, Texas 75034  
(Principal office address)

\_\_\_\_\_  
(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Registered Agent Solutions, Inc.

Office Address: 155 Office Plaza Drive, Suite A

Tallahassee, Florida 32301  
(City) (Zip code)

FILED  
16 FEB 19 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9. 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.*

Wionya Gideon, Asst. Sec.  
(Registered agent's signature)

10. 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.

11. Names and business addresses of officers and/or directors: **Please see Exhibit A attached hereto and made a part hereof.**

**A. DIRECTORS**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

**B. OFFICERS**

President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

FILED  
16 FEB 19 AM 10 02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

12. Ronald Horner, Secretary  
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. Ronald Horner, Secretary

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

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

**EXHIBIT A**

*11. Names and business addresses of officers and/or directors:*

**Directors**

Michael Knowles, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Richard Murphy, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

William Cordes, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Kirk Phillips, 2801 Network Boulevard, Suite 505, Frisco, TX 75034

Richard Dunbar, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Kristine Reynolds, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Delbert Wilkins, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Raymond Kratzer, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

**Corporate Officers**

Michael Knowles, President and Chief Executive Officer, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Kirk Phillips, Executive Vice President, 2801 Network Boulevard, Suite 505, Frisco, TX 75034

Richard Dunbar, Executive Vice President, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Timothy Biggam, Vice President-Finance and Assistant Secretary, 9700 W. Higgins Road, 8<sup>th</sup> Floor, Rosemont, IL 60018

Ronald Horner, Secretary, 2801 Network Boulevard, Suite 505, Frisco, TX 75034

FILED  
16 FEB 19 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WINTRUST ASSET FINANCE INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF FEBRUARY, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WINTRUST ASSET FINANCE INC." WAS INCORPORATED ON THE THIRTIETH DAY OF JUNE, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED  
16 FEB 19 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



5777102 8300

SR# 20160632432

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State

Authentication: 201788959

Date: 02-05-16