

# N/14000003498

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000084350 3)))



H140000843503ABCZ

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : LEGALZOOM.COM INC.  
Account Number : 120010000062  
Phone : (323) 962-8600  
Fax Number : (323) 962-3889

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

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

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Florida Crowd Finance Association Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

*K 04/10/14*

RECEIVED

14 APR -9 AM 8:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

14 APR -9 AM 12:47

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

**FAX COVER SHEET**

---

**TO**

---

**COMPANY**

---

**FAX NUMBER** 18506176381

---

**FROM** Jay Webb

---

**DATE** 4/8/2014 3:08:30 PM PDT

---

**RE** New FL filing for LegalZoom - 509429027 - Florida Crowd Finance Association Inc.

---

**COVER MESSAGE**

---

Jay Webb

BFS Austin

LegalZoom.com<<http://www.legalzoom.com/>>

9900 Spectrum Drive, Austin, TX 78717

P: 866.773.0888[X] x7968

F: 323.962.8668[X]

E: [jwebb@legalzoom.com](mailto:jwebb@legalzoom.com)<<mailto:jwebb@legalzoom.com>>

[<http://www.legalzoom.com/>]<<http://www.legalzoom.com/>>

This email and any attachments to it may be confidential. If this email was sent to you in error, please notify me immediately by replying to this email, and please do not use, distribute, retain, print, or copy the email or any of its attachments. LegalZoom is not a law firm and provides self-help services at your specific direction. LegalZoom is located at 9900 Spectrum Drive, Austin, TX 78717.

**COVER LETTER**

H14000084350 3

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Florida Crowd Finance Association Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Cheyenne Moseley, LegalZoom.com, Inc.  
Name (Printed or typed)

100 W. Broadway, Suite 100  
Address

Glendale, CA 91210  
City, State & Zip

323.962.8600 x 7625  
Daytime Telephone number

onlinefilings@legalzoom.com  
E-mail address: (to be used for future annual report notification)

**NOTE:** Please provide the original and one copy of the articles.

H14000084350 3

# ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

H14000084350 3

**ARTICLE I NAME**

The name of the corporation shall be: Florida Crowd Finance Association Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address  
 80 SW 8 Street, Suite 2063  
 Miami, Florida 33130

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Please see attached

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Sally Outlaw, President & Director  
 Address: 80 SW 8 Street, Suite 2063  
 Miami, Florida 33130

Name and Title: Giovanni Soletti, Secretary & Director  
 Address: 80 SW 8 Street, Suite 2063  
 Miami, Florida 33130

Name and Title: David Halabu, Treasurer & Director  
 Address: 80 SW 8 Street, Suite 2063  
 Miami, Florida 33130

Name and Title: Michael Mildenberger, Director  
 Address: 80 SW 8 Street, Suite 2063  
 Miami, Florida 33130

Name and Title:  
 Address:

Name and Title:  
 Address:

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

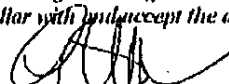
Name: Giovanni Soletti  
 Address: 186 Indian Mound Trail  
 Tavernier, Florida 33070

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Cheyenne Moseley, Legalzoom.com, Inc.  
 Address: 9900 Spectrum Drive  
 Austin, TX 78717

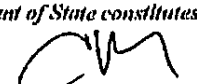
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Required Signature of Registered Agent

Giovanni Soletti

I submit this document and affirm that the facts stated herein are true. I am aware that any 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.



Required Signature of Incorporator

Cheyenne Moseley LegalZoom.com, Inc., Asslt. Secretary

04/06/2014  
 Date

4-8-14  
 Date

FILED  
 14 APR -9 AM 12:47  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

H14000084350 3

**Attachment to**  
**Articles of Incorporation of**  
**Florida Crowd Finance Association Inc.**

FILED  
14 APR -9 AM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: Advocate Crowd Finance and Crowd Funding interests. Help protect and educate investors and businesses who intend to participate or already participate in Crowd Financing or Crowd Funding.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

H14000084350 3