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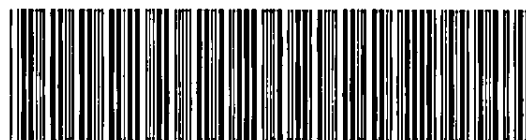
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N CULLIGAN

JUN 24 2019

## COVER LETTER

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

**SUBJECT:** SECURED FINANCE NETWORK, SOUTH FLORIDA CHAPTER, 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: Marshall Kobrin, Esq  
\_\_\_\_\_  
Name (Printed or typed)  
  
100 S. Ashley Dr. Ste. 620  
\_\_\_\_\_  
Address  
  
Tampa, FL 33602  
\_\_\_\_\_  
City, State & Zip  
  
813-999-0199  
\_\_\_\_\_  
Daytime Telephone number  
  
lros@aegislaw.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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

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19 JUN 11 2:10:44

ARTICLES OF INCORPORATION  
OF  
SECURED FINANCE NETWORK, SOUTH FLORIDA CHAPTER, INC. A FLORIDA STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of the Florida Not For Profit Corporation Act, the undersigned hereby acts as the sole incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I**  
**Name and Address**

The name of the not-for-profit corporation is SECURED FINANCE NETWORK, SOUTH FLORIDA CHAPTER, INC. (the "**Corporation**") The street address and the mailing address of the initial principal office is 1500 Gateway Blvd., Suite 250, Boynton Beach, Florida 33426. The Board of Directors may from time to time change the principal office or mailing address of the Corporation to any other address in the State of Florida.

**ARTICLE II**  
**Purposes**

The specific purpose for which the Corporation is organized is to promote the mutual professional interests of the commercial finance industry and industry professionals through educational presentations, networking opportunities, and other business promoting activities, and to do any and all acts and things consistent with these goals and permitted to be done by non-profit business corporations under Florida law.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(6) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws. It is not organized for profit or organized to engage in any activity ordinarily carried on for profit. No part of the corporation's net earnings will inure to the benefit of any private shareholder or individual.

**ARTICLE III**  
**Powers**

The Corporation hereby incorporates by reference any and all corporate powers given to not for profit corporations by virtue of Section 617.0302 of the Florida Statutes and any and all other restrictions which are required to obtain tax exempt status under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

**ARTICLE IV**  
**Board of Directors**

The business affairs of the Corporation shall be managed, and all the corporate powers thereof shall be vested in and exercised by a Board of Directors. The Board of Directors shall be appointed as provided in the Bylaws of the Corporation. The names of the persons who shall serve as the members of the initial Board of Directors of the Corporation until their successors shall be appointed by resolution are as follows:

- (a) Robert Harbers;
- (b) Roger Welker; and
- (c) Eva Chaleff.

**ARTICLE V**

## **Officers**

The officers of the Corporation shall be a President, Secretary, and Treasurer and such other officers as may be provided by the Bylaws. Officers shall be elected annually by the Board of Directors at its annual meeting.

## **ARTICLE VI Initial Registered Office and Agent**

The street address of the initial registered agent of the Corporation is AEGIS Law, 100 S. Ashley Dr. Ste. 620, Tampa, FL 33602.

## **ARTICLE VII Bylaws**

The Directors of the Corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by majority vote of the Board of Directors, except a two-thirds vote of the Board of Directors shall be required for any amendment to add or remove a provision of the Bylaws requiring a greater proportion of Directors to constitute quorum or a greater proportion of votes necessary for the transaction of business.

The Bylaws of the Corporation shall contain provisions regulating the powers of the Corporation, the Directors, the Officers, any standing committees, the control of the property owned by the Corporation, and such other things as shall be necessary and proper for the carrying on of the business of the Corporation.

## **ARTICLE VIII Amendment**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at any regular meeting or a special meeting called for the purpose or in any manner consistent with the laws of the State of Florida.

## **ARTICLE IX No Personal Liability**

The Directors, Officers, and agents of the Corporation shall not be held personally liable or responsible for any contracts, debts, or defaults of the Corporation while acting for or on behalf of the Corporation in any official and authorized capacity. The Corporation shall indemnify all of its Directors, Officers, and agents and all of its former officers, directors, and agents, to the fullest extent permitted by law.

## **ARTICLE X Dissolution**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying and making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or the assets of the Corporation shall be distributed to an organization with a similar purpose as described in Article 11 that qualifies for

exemption from federal income tax under section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or the assets of the Corporation 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 of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation 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.

**ARTICLE XI**  
**Term of Existence**

The Corporation shall have perpetual existence.

**ARTICLE XII**  
**Prohibition against Private Inurement**

No part of the net income or net assets of the Corporation shall inure to the benefit of, or distributable to, its directors, officers, or other private persons. However, the Corporation is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax-exempt purposes.

*[remainder of page intentionally left blank]*

**IN WITNESS WHEREOF**, the undersigned incorporator executed these Articles of Incorporation of Secured Finance Network, South Florida Chapter, Inc., this May 15, 2019.

Marshall Kobrin

Marshall Kobrin (Jun 1, 2019)

**Marshall Kobrin, Esq.**

*AEGIS Law*

100 South Ashley Drive, Suite 620

Tampa, Florida 33602

[Mkobrin@aegislaw.com](mailto:Mkobrin@aegislaw.com)

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the within-name Corporation, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and acknowledges that it is familiar with and accepts the obligations of its position as registered agent.

Date: May 15, 2019.

AEGIS Law

By: Marshall Kobrin

Name: Marshall Kobrin, Esq.

FILED  
19 JUN 11 2:10:44  
ST. LUCAS COUNTY, FLORIDA  
TALLAHASSEE, FLORIDA