

P05000026840

Ms. N. Susan Dickinson
5051 SW 87th Avenue
Cooper City, FL 33328-4356

(Address)

(City/State/Zip/Phone #)

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ARTICLES OF INCORPORATION

OF

CAPITAL FUNDING TECHNOLOGIES INC.

(a Florida Corporation)

APPROVED
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **Capital Funding Technologies Inc.**, proceeds to form a corporation under the Florida General Corporation Act, and adopts the following Articles of

Incorporation:

ARTICLE I. CORPORATE NAME

The name of this corporation is:

Capital Funding Technologies Inc.

ARTICLE II. STREET AND MAILING ADDRESS OF PRINCIPAL OFFICE

The street and mailing address of the initial principal office is:

5051 SW 87th Avenue, Cooper City, FL 33328.

ARTICLE III. CAPITAL STOCK (authorized shares)

1. The maximum number of shares that the Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or in other property,

in the judgment of the Directors equivalent to or greater than the full par value of the shares.

2. A shareholder shall be entitled to one (1) vote per common share on each matter submitted to a vote at a shareholder's meeting. In the event of a dissolution of the Corporation, a shareholder shall be entitled to receive his or her proportionate share of the net assets of the Corporation based on a ratio of the shareholder's number of common shares to the total number of issued and outstanding shares.

3. No shareholder of the Corporation shall enter into a voting trust or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his or her shares.

ARTICLE IV. PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in cash of any new stock of this Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase a pro rata share thereof (as nearly but not over as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

4800 SW 64th Avenue, Suite 103, Davie, FL 33314

and the name of the initial Registered Agent of this corporation at the above address is:

Jeffrey A. Nussbaum, Esquire

The Board of Directors may, at any time, change either the registered office to any other address

in Florida or the registered agent.

ARTICLE VI. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

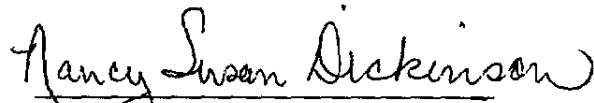
NAME

ADDRESS

Nancy Susan Dickinson

5051 SW 87th Avenue, Cooper City, FL 33328.

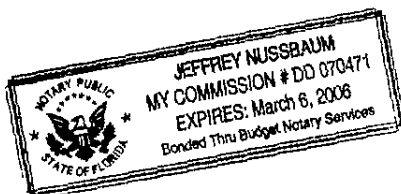
IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 8th day of February, 2005.

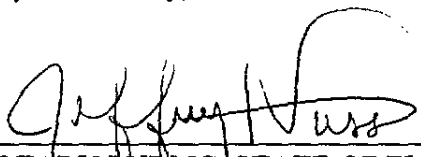

Nancy Susan Dickinson, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Nancy Susan Dickinson, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 8th day of February, 2005.




NOTARY PUBLIC, STATE OF FLORIDA

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute §607.0501(3), the undersigned Corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent in the State of Florida:

The name of the Corporation is:

Capital Funding Technologies Inc.

The name of the Registered Agent is:

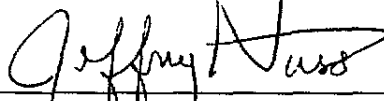
Jeffrey A. Nussbaum, Esquire

The address of the Registered Agent/registered office is:

4800 SW 64th Avenue, Suite 103, Davie, FL 33314

ACCEPTANCE

Having been named as Registered Agent to accept service of process for Applied Imagination Incorporated, at the place designated in the forgoing Articles of Incorporation, I hereby accept this appointment 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.



Jeffrey A. Nussbaum, Esquire, Registered Agent

Date: 2/8/05

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