

P16UUUU68281

\_\_\_\_\_  
(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

AUG 18 2016

T. SCOTT



700288915577

08/11/16--01027--016 \*\*87.50

16 AUG 11 AM 11:30  
RECEIVED  
DIVISION OF REVENUE  
TAXPAYER SERVICE  
16 AUG 11 AM 11:30



Tel: 949.789.6200

www.PortfolioCo.com

Fax: 949.727.0392

August 9, 2016

VIA UPS OVERNIGHT

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301  
(850) 245-6052

**RE: PORTFOLIO SE, INC.  
Formation of Florida Corporation**

Enclosed are an original and one (1) copy of the Articles of Incorporation of PORTFOLIO SE, INC. and a check for \$87.50 (Filing Fee, Certified Copy & Certificate of Status).

FROM: Austin Holley  
25541 Commercentre Drive, Suite 100  
Lake Forest, CA 92630  
(949) 544-8030  
[austin@portfolioco.com](mailto:austin@portfolioco.com)

Enclosures One (1) original - Articles of Incorporation  
One (1) copy - Articles of Incorporation  
Check - \$87.50

**ARTICLES OF INCORPORATION  
OF  
PORTFOLIO SE, INC.**

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of Chapter 607, Florida Statutes.

**ARTICLE I  
NAME**

The name of the corporation is PORTFOLIO SE, INC.

**ARTICLE II  
PRINCIPAL OFFICE**

Principal street address: 14651 Dallas Parkway, Suite 502  
Dallas, TX 75254

Mailing address: 25541 Commercentre Drive, Suite 100  
Lake Forest, CA 92630

**ARTICLE III  
PURPOSE**

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under Chapter 607, Florida Statutes.

**ARTICLE IV  
SHARES**

The corporation is authorized to issue one thousand (1,000) shares of common stock with a par value of one dollar (\$1.00) per share.

**ARTICLE V  
DIRECTORS**

The initial Directors of the corporation until their successors are elected and qualified will be:

Brent E. Griggs	14651 Dallas Parkway, Suite 502, Dallas, TX 75254
Robert Dickey	14651 Dallas Parkway, Suite 502, Dallas, TX 75254
Daniel M. Haugen	14651 Dallas Parkway, Suite 502, Dallas, TX 75254
Bradley E. Cooper	142 West 57th Street, 3rd Floor, New York, NY 10019

16 AUG 11 AM 11:30

## **ARTICLE VI INDEMNIFICATION**

The corporation is authorized to provide indemnification to the maximum extent permitted by Chapter 607, Florida Statutes, as may be amended and supplemented, for each of its agents against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact that any such person is or was an agent of the corporation, and the corporation will have the power to advance to each such agent expenses incurred in defending any such proceeding to the maximum extent permitted by applicable Florida law. For purposes of this Article, an "agent" of the corporation includes any person who is or was a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, or was a director, officer, employee, or agent of the corporation that was a predecessor corporation; "proceeding" is any threatened, pending, or completed action or proceeding whether civil, criminal, administrative, investigative; "expenses" include without limitation attorneys' fees and any expenses of establishing a right to indemnification. The corporation also has the power to indemnify, the maximum extent permitted by Chapter 607, Florida Statutes, any trustee, investment manager or other fiduciary of the corporation's pension, profit-sharing or other retirement, incentive and benefit, trust or provisions.

Any repeal or modification of the provisions of this Article by the shareholders of the corporation will not adversely affect any right or protection of a director or other agent of the corporation existing at the time of such repeal or modification.

## **ARTICLE VII REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Name: Corporation Service Company  
Address: 1201 Hays Street  
Tallahassee, FL 32301

## **ARTICLE VIII INCORPORATOR**

The name and address of the Incorporator is:

Name: Austin Holley  
Address: 25541 Commercentre Drive, Suite 100  
Lake Forest, CA 92630

**REGISTERED AGENT**

*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.*

**Holly Jones  
Assistant Vice President**

Holly Jones

Required Signature/Registered Agent

8/10/16

Date

**INCORPORATOR**

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

[Signature]

Required Signature/Incorporator

8-10-16

Date