

1/13/2020
P200 0000 K480

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.

((H20000002370 3)))



H200000023703ABCO

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 : STOLZENBERG, GELLES & FLYNN, LLP
Account Number : I20100000018
Phone : (305)961-1450
Fax Number : (305)423-3979

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

Email Address: dbarnard@dalttracapital.com

FLORIDA PROFIT/NON PROFIT CORPORATION
DIF MANAGER, INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

**ARTICLES OF INCORPORATION
OF
DIF MANAGER, INC.**

The undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I
NAME / PRINCIPAL OFFICE**

The name and the principal place of business and mailing address of this Corporation shall be:

DIF MANAGER, INC.

<u>Mailing Address:</u> 13680 N.W. 5 th Street, Suite 220 Sunrise, FL 33327	<u>Principal Office Address:</u> 13680 N.W. 5 th Street, Suite 220 Sunrise, FL 33327
--	---

**ARTICLE II
NATURE OF BUSINESS**

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III
AUTHORIZED SHARES**

The corporation shall be authorized to create and issue 1,000 shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV
TERMS OF EXISTENCE**

The term of this Corporation shall commence with the filing of these Articles of Incorporation.
The Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The name of the registered agent, and street address of the registered office of the registered agent, are:

Keith H. Stolzenberg, Esq.
STOLZENBERG GELLES FLYNN & ARANGO, LLP
1533 Sunset Dr., Suite 150
Miami, Florida 33143

**ARTICLE VI
BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have three (3) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

**ARTICLE VII
DIRECTORS-NAMES AND STREET ADDRESSES**

The names and street addresses of the initial members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

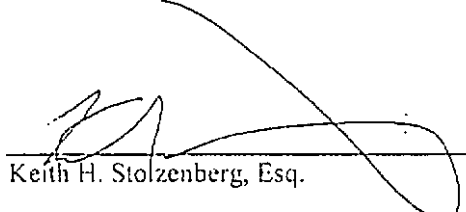
<u>Name:</u>	<u>Street Address:</u>
Douglas J. Jacobs, <i>Director</i>	13680 N.W. 5 th Street, Suite 220 Sunrise, FL 33327
Dalton Jacobs, <i>Director</i>	13680 N.W. 5 th Street, Suite 220 Sunrise, FL 33327
Douglas Barnard, <i>Director</i>	13680 N.W. 5 th Street, Suite 220 Sunrise, FL 33327

**Articles VIII
INCORPORATORS**

The name and street address of the incorporator signing these Articles of Incorporation are as follows:

Keith H. Stolzenberg, Esq.
STOLZENBERG GELLES FLYNN & ARANGO, LLP
1533 Sunset Dr., Suite 150
Miami, Florida 33143

In witness whereof, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 3rd day January, 2020.


Keith H. Stolzenberg, Esq.

**DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, **DIF MANAGER, INC.**, having files its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1533 Sunset Drive, Miami, FL 33143, has named Keith H. Stolzenberg, Esq., located thereat as its registered agent to accept service of process within this state.

By: 

Keith H. Stolzenberg, Esq. Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 

Keith H. Stolzenberg, Esq. Registered Agent

20 JUN -3 PM 4:37