

TRANSMITTAL LETTER

**P95000005570**

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

400001383264  
-01/18/95--01097--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Hemisphere Cash Flow Management, 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

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 JAN 18 PM 3:24

FILED

FROM: Michele Jacobsen  
Name (printed or typed)

5100 N. W. 33 Avenue-#250  
Address

Ft. Lauderdale, Fl. 33309  
City, State & Zip

(305) 733-5954  
Daytime Telephone number

*[Handwritten signature]*  
*2/3/95*

*995A-2625*

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

## ARTICLES OF INCORPORATION

FILED  
95 JAN 18 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

Hemisphere Cash Flow Management, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5100 N. W. 33 Avenue-Suite #250, Ft. Lauderdale, Fl. 33309

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

50 shares each Kolker & Jacobsen

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Michele Jacobsen  
5100 N.W. 33 Avenue Suite #250  
Ft. Lauderdale, Fl. 33309

**ARTICLE V INCORPORATOR(S)**

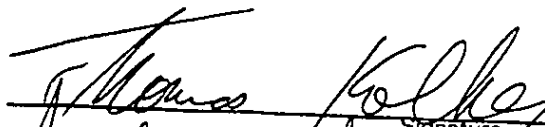
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

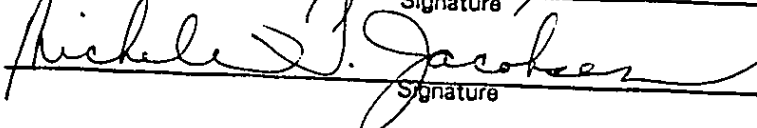
Thomas Kolker 50% owner  
5100 N.W. 33 Avenue-Suite #250  
Ft. Lauderdale, Fl. 33309

Michele Jacobsen 50% owner  
5100 N.W. 33 Avenue-Suite #250  
Ft. Lauderdale, Fl. 33309

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

7th day of January, 1995.

  
\_\_\_\_\_  
Signature

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

Articles of Incorporation  
Filing Fee - \$35

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, 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.

1. The name of the corporation is: Hemisphere Cash Flow Management, Inc.

2. The name and address of the registered agent and office is:

Michele Jacobsen  
5100 N.W. 33 Avenue-Suite #250

(Name)

(P.O. Box not acceptable)

Ft. Lauderdale, Fl. 33309

(City/State/Zip)

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Michele J. Jacobsen  
(Signature)

1-07-95  
(Date)

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HEMISPHERE CASH FLOW MANAGEMENT, INC.  
Accounts Receivable Funding

5100 N.W. 33 Ave. #250  
Ft. Lauderdale, FL 33309

MICHELE JACOBSEN  
Tel. 305-733-5954  
Fax 305-733-3984  
Mobile 305-794-4746  
Boeper 305-464-3963

700001572617  
-08/29/95--01035--002  
\*\*\*\*\*43.75 : \*\*\*\*\*43.75

OFFICE USE ONLY

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment NC
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Spoke w/ Tom Koller  
on 8/31, he gave me  
permission to correct  
the spelling of the  
new corporate name.

SH AUG 5 1 1995

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95 AUG 28 AM 9:33  
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DIVISION OF CORPORATIONS

Examiner's Initials

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

Hemisphere Cash Flow Management, Inc.  
(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE ONE: The name of the corporation shall be changed to:

HEMISPHERE FUNDING CORPORATION as of 8/18/95

ARTICLE V: Michele Jacobsen shall be named president and Partner and shall hold 60 % shares of stock.

Thomas Kolker shall be named vice-President and partner and shall hold 40% of the stock.

**\*\*As of 8/18/95 stocks have not yet been issued.**

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**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: 8/18/95

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_"

voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 18<sup>th</sup> of August, 19 95

Signature

Michele T. Jacobsen  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

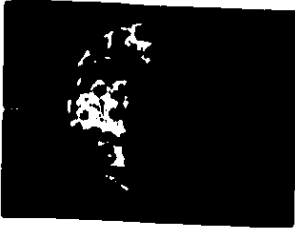
OR

(By an incorporator if adopted by the incorporators)

Michele T. Jacobsen  
Typed or printed name

President & Partner/stockholder  
Title

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**HEMISPHERE FUNDING CORPORATION**

AS OF THIS DATE: 6/9/97

TO: DIVISION OF CORPORATIONS

PLEASE BE ADVISED THAT HEMISPHERE FUNDING CORPORATION HAS MOVED

TO A NEW LOCATION/ADDRESS: Hemisphere Funding  
3200 N.E. 14th Street Causeway  
Pompano Beach, Fl. 33062

New phone: (954) 788-9908

By: Michele T. Jacobsen, Registered Agent, President & Owner

*Michele T. Jacobsen*

KS 6/19