

12345 STREET
TALLAHASSEE, FL 32301
(904) 22-0111 FAX
P9500070988



networks

COUNT NO. : 0721 000032

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

REFERENCE : 682053

4656A

AUTHORIZATION :

Patricia Pyatt

COST LIMIT : \$ 122.50

ORDER DATE : September 14, 1995

ORDER TIME : 9:39 AM

ORDER NO. : 682053

CUSTOMER NO: 4656A

000001584560

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: DIVERSIFIED FUNDING INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

RECEIVED
SEP 15 1995
TALLAHASSEE, FLORIDA
FILED
95 SEP 14 32

T. BROWN SEP 14 1995

GREENBERG ATTORNEYS AT LAW TRAUBIG

Leonard J. Adler
Fernando C. Alonso
Cesar L. Alvarez
Liliana Arnes
Daniel H. Atkinson
David C. Ashburn
Charles M. Auslander
Fred W. Baggett
Keri L. Barch
Hilarie Bass
V. Dawn Beigley
Norman J. Benford
Dale S. Bergman
Paul Berkowitz
Bridget Berry
Mark E. Bileau
Lawrence Jon Bielby
Mark D. Bloom
Reginald L. Bouthillier, Jr.
Howard Braggman
Francis R. Bragan, Jr.
Hurt Bruton
Gabriel Bulgas
Bernardo Burstein
Joseph A. Carballo
David R. Chase
Michael J. Cherniga
Ary Choueke
Sue M. Cobb
C. Deryl Couch
Jimmy D. Crawford
Miguel A. De Grandy

Alan T. Dimond
Trini L. Donato
Lucia A. Dougherty
Candace B. Duff
William B. Eck
Kenneth Edelman
Arthur J. England, Jr.
Gary M. Epstein
Elvira A. Exaltado
Andrea F. Fisher
Jorge L. Freeland
Jeffrey R. Fried
Robin F. Frydman
Robert C. Gang
Richard G. Garrett
Brian K. Gari
David J. George
Jeffrey Gilbert
Laurie L. Gildan
Bruce H. Giles-Klein
Richard J. Gusto
Lawrence Godofsky
Joel K. Goldman
Steven E. Goldman
Glenn E. Goldstein
Joseph G. Goldstein
Steven S. Goodman
Matthew B. Gordon
Dianne Greenberg
Robert L. Grossman
Barbara A. Hall
Paige A. Harper

Fred F. Harris, Jr.
Steven M. Helfman
Alberto M. Hernandez
Jeffrey A. Hirsch
Kenneth C. Hoffman
Larry J. Hoffman
Kenneth A. Horky
John Harrison Hough
Gerald J. Houlihan
Andrew Hulsh
John R. Hutton
Lisa Iglesias
Keith A. James
Martin Kalb
Steven M. Katzman
David S. Kenin
Holly W. Kimmel
Steven J. Kravitz
Alan S. Kriecher
J. D. Boone Kuersteiner
Christopher L. Kurzer
Ronald C. LaFace
Gustavo J. Lancelas
Steven A. Landy
Steven B. Lapidus
Linda E. Larrea
Nancy B. Lash
Masie M. Lehtfield
James P. S. Leshaw
Marc S. Levin
Oscar Levin
Michael P. Levinson

Norman H. Lipoff
Carlos E. Lounier
Juan P. Lounier
Bruce E. Macdonough
Robert P. Macina
Alfred J. Malefatto
Samantha D. Malloy
Fernando Margalit
Ines Martore-Prlegues
Enrique J. Martin
Pedro A. Martin
Roberto Martinez
Pedro J. Martinez-Fraga
Joel D. Maser
Juan J. Mayol, Jr.
Craig T. McClung
Robert R. McDonald
Janice W. Newman
Maury H. Olicker
Rebecca H. Orand
Debbie M. Orshelky
Alleen Ortega
A. Friesner Pardo
Steven J. Pardo
Rose Parish-Ramon
Michael G. Park
Marshall R. Pasternack
Sylvia S. Penneys
Sheldon S. Polish
Roberto R. Pupo
Albert D. Quentel
Vivian Pazos Quiroga

Daniel E. Reed
C. Ryan Reetz
Mark J. Reisman
Barry Scott Richard
Douglas J. Hillstone
Andrés Rivera
A. Jeffrey Robinson
Kenneth B. Robinson
Rafael A. Rodriguez
Alan H. Bolnick
Marvin S. Rosen
Richard A. Rosenbaum
Eric D. Rosenberg
Ronald M. Rosengarten
David L. Ross
Stephen D. Sanford
Gary A. Saul
Elliot H. Scherker
Mark P. Schnapp
Clifford A. Schulman
Randy J. Shaw
Paul A. Shelowitz
Brian J. Sherr
Lawrence Silverman
Marlene K. Silverman
Holly R. Skolnick
Denise Mendez Smith
Lori A. Suchin
Charles E. Silver, Jr.
Joel L. Stocker
Douglas R. Thornburg
Robert H. Traubig

Peter L. Tunis
Merrill A. Ulmer
Brian J. Walsh
Keith Wasserstrom
Fern S. Watts
Elise D. Weakley
Gary Weinfeld
Jeffrey Weithorn
David E. Wells
Bradford D. West
Howard W. Whitaker
Kelly Whiter
William S. Wilson
Jerrold A. Wish
Timothy D. Wolfe
Linda G. Worton
Arthur C. Young
Julie A. Zahnsker
Robert A. Zinn

Of Counsel

Arnold J. Hoffman
Patricia Menendez Cambo
Patrick T. O'Brien
Allan Saboin
Paul E. Shapiro
H. Allan Shorr
Craig E. Stein
Marc M. Watson
Julie A.S. Williamson

Elizabeth C. Galvin, L.A.
305-789-5449

September 13, 1995

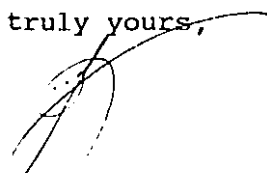
Florida Division of Corporations
DOMESTIC CHARTER SECTION
P. O. Box 6327
Tallahassee, FL 32314

RE: DIVERSIFIED FUNDING, INC.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



**ARTICLES OF INCORPORATION
OF
DIVERSIFIED FUNDING INC.**

FILED
95 SEP 14 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **DIVERSIFIED FUNDING INC.**, (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1221 Brickell Avenue, Ninth Floor, Miami, FL 33131.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, Ninth Floor, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **Wanek R. Stein**.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

WANEK R. STEIN
1221 Brickell Avenue - Ninth Floor
Miami, FL 33131

ARTICLE VII

The name of the Incorporator is Wanek R. Stein and the address of the Incorporator is 1221 Brickell Avenue, Ninth Floor, Miami, FLorida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 11th day of September, 1995.

Wanek R. Stein
WANEK R. STEIN - Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of DIVERSIFIED FUNDING INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Wanek R. Stein
WANEK R. STEIN, Registered Agent

Dated: September 11, 1995.

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

904-222-9171

904-222-0311 FAX

P95000070988



ACCOUNT NO. : 072100000032

REFERENCE : 114231 4303929

AUTHORIZATION : *Patricia Poynt*

COST LIMIT : \$ 87.50

ORDER DATE : October 9, 1996

ORDER TIME : 10:24 AM

ORDER NO. : 114231

CUSTOMER NO: 4303929

200001969582

CUSTOMER: Ms. Myrna Norman-golinsky
Greenberg Traurig Hoffman
20th Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: DIVERSIFIED FUNDING, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

None
Cham
11/6/96
De

FILED
96 NOV -6 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT -9 PM 12:19
DIVISION OF CORPORATION

GREENBERG

ATTORNEYS AT LAW

TRAUBIG

Leonard J. Adler
Fernando C. Alonso
Gesar L. Alvarez
Liliana Armas
Daniel H. Aronson
David C. Ashburn
Charles M. Auslander
James L. Barchus
Fred W. Baggett
Keeri L. Barsh
Blairie Bass
V. Dawn Beigley
Norman J. Benford
Paul Berkowitz
Bridget Berry
Mark E. Bideau
Lawrence Jon Bielby
Mark D. Bloom
John A. Boudet
Reginald L. Bouthillier, Jr.
Howard Brezman
Francis B. Brogan, Jr.
Burt Bruton
Gabriel Buigas
Christian C. Borden
Bernardo Burstein
Tucker H. Byrd
Michael J. Cherniga
Ary Chouke
Sue M. Cobb
C. Deryl Couch
John G. Crabtree
Miguel A. De Grandy
Hert Dias
Alan T. Dimond

Stacey P. Dougan
Lucia A. Dougherty
Candace R. Duff
William B. Erk
Arthur J. Englund, Jr.
Gary M. Epstein
Orlando Evora
Randolph H. Fields
Jorge L. Freeland
Robin F. Frydman
Robert C. Gang
Richard G. Garrett
Brian K. Gatt
Jonathan S. Gelman
David J. George
Dawn L. Glebler
Jeffrey Gilbert
Laurie L. Giddan
Bruce H. Giles-Klein
Richard J. Glust
Lorie M. Glum
Lawrence Godofsky
Steven E. Goldman
Glenn E. Goldstein
Joseph G. Goldstein
Steven S. Goodman
Sandra C. Gordon
Matthew B. Gordon
Dianne Greenberg
Robert L. Grossman
Barbara A. Hall
Paige A. Harper
Fred F. Harris, Jr.
Lisa Harris
Steven N. Hoffman

Alberto M. Hernandez
Jeffrey A. Hirsch
Kenneth C. Hoffman
Larry J. Hoffman
Kenneth A. Horkey
John Harrison Hough
Osmond C. Howe, Jr.
Andrew Hulsh
John H. Hutton
Joanna Iglesias
Lisa Iglesias
Allison M. Igore
Frank S. Ioppolo, Jr.
Martin Kalb
Stephen P. Katz
Steven M. Katzman
David S. Keulin
Shepard King
Igal Knoller
Steven J. Kravitz
Alan S. Krischer
J. D. Boone Kuersteiner
Ronald C. LaFace
Gustavo J. Lamelas
Steven A. Landy
Steven H. Lapilus
Linda E. Lazrea
Nancy B. Lash
David M. Layman
Jeremy P. Leathe
Moshe M. Leffelfield
Susan H. Lelhowitz
James P. S. Leshaw
Fred Levenson
Marc S. Levin

Oscar Levin
Michael P. Levinson
Norman H. Lipoff
Carlos E. Loumiet
Juan P. Loumiet
Bruce E. Mardonough
Alfred J. Malfatto
Samantha D. Malloy
Suzanne Mann
Fernando Margarit
Ines Marrero-Priguera
Enrique J. Martin
Pedro A. Martin
Roberto Martinez
Pablo J. Martinez-Fraga
Joel D. Maser
Gregory I. Mayback
Juan J. Mayol, Jr.
Craig T. McClung
Robert R. McDonald
Michael W. McNatt
Teresa J. Moore
Patrick T. O'Brien
Maury R. Olicker
David S. Oliver
Rebecca R. Orand
Debbie M. Orshesky
David M. Orta
A. Friesner Pardo
Rae Parish-Ramon
Michael G. Park
Marshall R. Pasternack
Sylvia S. Penneys
Sheldon S. Polish
Roberto R. Pupo

Albert D. Quentel
Daniel E. Reed
C. Ryan Reetz
Harry Scott Richard
Douglas J. Rollstone
Andrés Rivera
Kenneth B. Robinson
Raquel A. Rodriguez
Elizabeth A. Rogers
Marvin S. Rosen
Richard A. Rosenbaum
Eric D. Rosenberg
Ronald M. Rosengarten
David L. Ross
Mark A. Salky
Stephen D. Sanford
Gary A. Saul
Justin J. Saylie
Elliot H. Schaecker
Mark P. Schnapp
Clifford A. Schulman
Julie M. Schwartz
Frank Scruggs
Randy J. Shaw
Paul A. Shelowitz
Brian J. Sherr
H. Allan Shore
Lawrence Silverman
Marlene K. Silverman
Holly R. Skolnick
Lori A. Sorlin
Charles E. Stiver, Jr.
Joel L. Stocker
Michael J. Sullivan
F. Todd Sumner

Jeffrey S. Tenen
Robert H. Traurig
Peter L. Tonia
Merrill A. Ulmer
Brian J. Walsh
Keith Wasserstrom
Fern S. Watts
Elise D. Wenkey
Gary Weinfield
Jeffrey Weithorn
David E. Wells
Howard W. Whitaker
Kelley Whiter
William S. Wilson
Jerrold A. Wish
Timothy D. Wolfe
Linda G. Wortan
Arthur C. Young
Diana S.C. Zeydel

Of Counsel

Mark A. Buckstein
Peter J. Fides, II
Arnold J. Hoffman
Patricia Menendez Gambo
Ambler H. Moss, Jr.
Janice W. Newman
Allan Salovin
Paul E. Shapiro
Marc M. Watson
Julie A.S. Williamson
Melvin N. Greenberg
(1928-1994)

Myrna Norman Golinsky
(305) 789-5375

Florida Division of Corporations
DOMESTIC CHARTER SECTION
P.O. Box 6327
Tallahassee, FL 32314

Re: **DIVERSIFIED FUNDING, INC.**

Enclosed herewith is one duly executed original and one copy of **ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION** for the captioned corporation.

Also enclosed is a check in the amount of **\$87.50** to cover the cost of filing and one certified copy.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,



Myrna Norman Golinsky, Legal Assistant



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 9, 1996

CSC NETWORKS

TALLAHASSEE, FL

SUBJECT: DIVERSIFIED FUNDING INC.
Ref. Number: P95000070988

RESUBMIT
Please give original
submission date as file date.

We have received your document for DIVERSIFIED FUNDING INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 1996 annual report. The corporation must be reinstated before this document can be filed.

The total amount due to reinstate is \$375.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 096A00046062

RECEIVED
DIVISION OF CORPORATIONS
OCT 10 1996
TALLAHASSEE, FL

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DIVERSIFIED FUNDING INC.**

96 NOV -6 PM 4:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is **DIVERSIFIED FUNDING INC.** (the "Corporation"), Charter #P95000070988, filed on September 14, 1995.

2. The following Amendments to the Articles of Incorporation were adopted by the all of the Directors of the Corporation and by all of the Shareholders of the Corporation, the number of votes cast being sufficient for approval, on October 7, 1996 in the manner prescribed by Section 607.1003 of the Act:

RESOLVED, that Article I of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

ARTICLE I

The name of the Corporation is **BANYAN FINANCIAL GROUP, INC.** (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 11300 U.S. Highway One, Suite 400, North Palm Beach, Florida 33408.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned being the Secretary of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of **DIVERSIFIED FUNDING INC.** this 7th day of October, 1996.

DIVERSIFIED FUNDING INC.,
a Florida corporation

BY: Wanek R. Stein
Wanek R. Stein, Secretary

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P9500007095.
1 Corporation Name
DIVERSIFIED FUNDING INC.

Principal Place of Business Mailing Address
11300 U.S. Highway One, Suite 400
North Palm Beach, Florida 33408

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, if Applicable		3. New Mailing Address, if Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country

DO NOT WRITE IN THIS SPACE
4. Date Incorporated or Qualified To Do Business in Florida
September 14, 1995

5. FEI Number

6. CERTIFICATE OF STATUS DESIRED ☐ \$8

☒ Applied For
☐ Not Applicable

Additional Fee required
A Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title(s)	Name of Officers and/or Directors	Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	City / State / Zip
DPST	Wanek R. Stein	11300 U.S. Highway One, #400	North Palm Beach, FL 33408

REINSTATEMENT 96?

11-6-96

8. Name and Address of Current Registered Agent

Wanek R. Stein
11300 U.S. Highway One, Suite 400
North Palm Beach, FL 33408

9. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, Etc.
City
State Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent
Wanek R. Stein
REGISTERED AGENT MUST SIGN

Date 10-18-96

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k) Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the owner or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: Wanek R. Stein
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Wanek R. Stein, President

407) 691-6221

10-18-96 Daytime Phone #

CR2040 (12/95)