

## TRANSMITTAL LETTER

P98000055613

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

200002555152--2  
-06/10/98--01083--002  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

EFFECTIVE DATE

6/12/98

SUBJECT: Smfg, 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

ADDITIONAL COPY REQUIRED

FROM: Jose F. Suris, LUTCF

Name (Printed or typed)

10850 Southwest 113th Place, Suite 110

Address

Miami, Fl. 33176

City, State &amp; Zip

(305) 275-9509

Daytime Telephone number

98 JUN 10 PM 2:50  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Natasha Natasha GAVE  
AUTHORIZATION BY PHONE TO

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

DATE 6/22/98DOC. EXAM. T.A.

W98-13523

TA - 6/22/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 12, 1998

JOSE F. SURIS, LUTCF  
10850 SW 113TH PL, STE 110  
MIAMI, FL 33176

(305) 275-9509

SUBJECT: SMFG INC.,  
Ref. Number: W98000013523

We have received your document for SMFG INC., and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

PLEASE REMOVE THE COMMA AFTER INC. EVERYWHERE THAT THE NAME APPEARS UNLESS YOU WOULD LIKE THE NAME FILED THAT WAY. PLEASE CORRECT ARTICLE VIII TO SAY THAT THERE WILL BE TWO INITIAL DIRECTORS INSTEAD OF ONE.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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 (850) 487-6926.

Tracy Augsburger  
Document Specialist

Letter Number: 798A00032914

**ARTICLES OF INCORPORATION**  
**OF**  
**SMFG, INC.**

EFFECTIVE DATE  
6/12/98

The undersigned subscribers to these articles of Incorporation known to be natural persons competent to contract, hereby organize and incorporate a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Corporation is *SMFG, INC.*

**ARTICLE II - NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$1.00 per share.

**ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is *ONE HUNDRED AND 00/100 (\$100.00) Dollars.*

**ARTICLE V - BEGINNING OF CORPORATION EXISTENCE**

The date when the corporate existence of this Corporation shall begin business shall be the same as the time of subscription and acknowledgement of these Articles of Incorporation.

**ARTICLE VI - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII - ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is *10850 Southwest 113<sup>th</sup> Place, Suite 110, Miami, Florida 33176.*

The Board of Directors may from time to time move the principal office to any other address.

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TALLAHASSEE, FLORIDA

### **ARTICLE VIII - DIRECTORS**

This corporation shall have two Directors initially. The number of directors may be increase or diminished from time to time by By-Laws adopted by the stockholders, but there shall always be at least one (1) Directors.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as a director or officer of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer of the corporation, or by reason or any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The right accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided herein.

No contract or other transaction between this corporation and any other firm or corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other firm or corporation, provided that the fact that he/she is so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the board at which action upon any such contract or transaction shall be taken; and any director of the corporation, or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract of transaction, and may vote threat to authorize any such contract of transaction, with the like force and effect as

if he were not a director or officer or such other corporation or not so interested.

### **ARTICLE IX - INITIAL OFFICERS AND DIRECTORS**

The name and post office addresses of the number of the first Board of Directors are:

***JOSE F. SURIS, 12750 Southwest 119<sup>th</sup> Street, Miami, FL 33186***

***HILDA L. SURIS, 12750 Southwest 119<sup>th</sup> Street, Miami, FL 33186***

The initial officers of this Corporation are:

***JOSE F. SURIS, as President and Secretary.***

***HILDA L. SURIS, as Vice-President and Treasure***

#### ARTICLE X - SUBSCRIBER

The name and post office addresses of each subscriber to this Article of Incorporation and of the number of shares of stock which they agree to take are as follows:

JOSE F. SURIS, 12750 Southwest 119<sup>th</sup> Street  
Miami, Florida 33186 50 shares

HILDA L. SURIS, 12750 Southwest 119<sup>th</sup> Street  
Miami, Florida 33186 50 shares

#### ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders and approved at the stockholders' meeting by a majority of the stock entitled to vote there on, unless all directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS THEREOF, the undersigned have hereunto set their hands and seal and have acknowledged and filed in the office of the Secretary of State of Florida as subscriber *SMFG, INC.* the foregoing Articles of Incorporation this 12<sup>th</sup> of June, 1998.

Signatures: Incorporator & Registered Agent

\_\_\_\_\_  
Jose F. Suris accepts the duties of Registered Agent.

#### ARTICLE XII - REGISTERED AGENT

The Registered office will be the same as the Principal office:  
10850 Southwest 113th Place, Suite 110, Miami, Florida 33176.

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98 JUN 10 PM 2:50  
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TALLAHASSEE, FLORIDA