

F10000005476

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

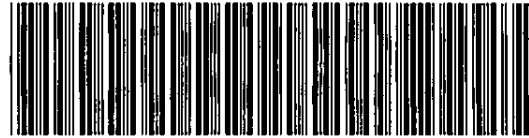
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only



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NC

MAY 29 2014

R. WHITE

FILED
14 MAY 19 PM 3:28
FALLS CHURCH, VA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: TFC Services, Inc.

Name of Corporation

DOCUMENT NUMBER: F10000005476

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Adelle Mize

Name of Contact Person

Firm/Company

1600 Viceroy, Suite 100

Address

Dallas, TX 75235

City/State and Zip Code

adelle.mize@freemanco.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Adelle Mize

Name of Contact Person

at (**214**) **445-1124**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F10000005476

(Document number of corporation (if known))

1. TFC Services, Inc

(Name of corporation as it appears on the records of the Department of State)

2. Texas

(Incorporated under laws of)

3. 12/14/2010

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/3/2013

5. The Freeman Company

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Nevada

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Derek W. Goff
VP, Tax

(Typed or printed name of person signing)

Derek W. Goff
VP, Tax

(Title of person signing)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE (INCLUDING AMENDMENTS)

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **THE FREEMAN COMPANY**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since December 3, 2013, and is in good standing in this state.

I further certify, that the above corporation has Articles of Incorporation and no amendments on file in this office as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on April 15, 2014.

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Joann Larson
Certificate Number: C20140415-1302
You may verify this certificate
online at <http://www.nvsos.gov/>

SECRETARY OF STATE



CORPORATE CHARTER (DOMESTICATION)

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **THE FREEMAN COMPANY** did on December 3, 2013, file in this office Articles of Domestication and Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on December 6, 2013.

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Nita Hibshman
Certificate Number: C20131206-0662
You may verify this certificate
online at <http://www.nvsos.gov/>



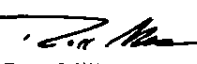
ROSS MILLER
Secretary of State
204 North Carson Street, Suite 4
Carson City, Nevada 89701-4520
(775) 684-5708
Website: www.nvsos.gov



140501

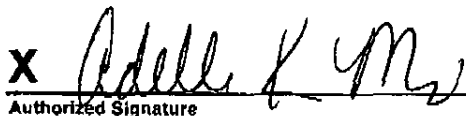
Articles of Domestication

(PURSUANT TO NRS 92A.270)

Filed in the office of 	Document Number 20130790297-90
Ross Miller Secretary of State State of Nevada	Filing Date and Time 12/03/2013 11:17 AM
	Entity Number E0582462013-6

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Entity Name and Type of Domestic Entity as set forth in its Constituent Documents:	TFC Services, Inc., a Texas corporation	
2. Entity Name Before Filing Articles of Domestication:	TFC Services, Inc.	
3. Date and Jurisdiction of Original Formation:	1/1/2004, Texas	
4. Jurisdiction that Constituted the Principal Place of Business, Central Administration or Equivalent of the Undomesticated Entity Immediately Before Articles of Domestication:	Texas	
5. Signature of Authorized Representative:	<input checked="" type="checkbox"/>  Authorized Signature	11/15/13 Date

Filing Fee: \$350.00

IMPORTANT: This document must be accompanied by the appropriate constituent document for the type of domestic entity described in article 1 above and the filing fees.



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 4
 Carson City, Nevada 89701-4520
 (775) 684-5708
 Website: www.nvsos.gov



040103

Articles of Incorporation

(PURSUANT TO NRS CHAPTER 78)

Filed in the office of Ross Miller Secretary of State State of Nevada	Document Number 20130790298-01
	Filing Date and Time 12/03/2013 11:17 AM
	Entity Number E0582462013-6

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Corporation:	The Freeman Company		
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent. CSC Services of Nevada, Inc. Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below) Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity 2215-B Renaissance Drive Las Vegas Nevada 89119 Street Address City Zip Code Mailing Address (if different from street address) City Nevada Zip Code		
3. Authorized Stock: (number of shares corporation is authorized to issue)	Number of shares with par value: 0	Par value per share: \$ 0	Number of shares without par value: 1,000,000
4. Names and Addresses of the Board of Directors/Trustees: (each Director/Trustee must be a natural person at least 18 years of age; attach additional page if more than two directors/trustees)	1) Donald S. Freeman, Jr. Name 1600 Viceroey, Suite 100 Dallas TX 75235 Street Address City State Zip Code 2) Joseph V. Popolo, Jr. Name 1600 Viceroey, Suite 100 Dallas TX 75235 Street Address City State Zip Code		
5. Purpose: (optional; see instructions)	The purpose of the corporation shall be: Transactions of any or all lawful business		
6. Name, Address and Signature of Incorporator: (attach additional page if more than one Incorporator)	I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State. Adelle K. Mize Name 1600 Viceroey, Suite 100 Dallas TX 75235 Address City State Zip Code X Incorporator Signature		
7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. X Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity Date		

8. In an election of directors, the shareholders are denied the right to cumulate votes.
9. The shareholders of the Corporation are denied the preemptive right to purchase additional shares or securities of the Corporation.
10. Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the Corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the Corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or their participation in the action, if the facts of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.
11. To the extent permitted by applicable law and in accordance with the Bylaws of the Corporation, the Corporation shall indemnify any person who was, is, or is threatened to be made a named defendant or respondent in any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitrative, or investigative, any appeal in such an action, suit, or proceeding, and any inquiry or investigation that could lead to such an action, suit or proceeding by reason of the fact that he, his testator, or intestate, is or was a director, officer or employee of the Corporation or of any corporation which he served in such capacity at the request of the Corporation, and shall pay or reimburse the reasonable expenses incurred by such director, officer or employee where permitted. The right to indemnification conferred by this section shall not restrict the power of the Corporation to make any other type of indemnification permitted by law.
12. To the fullest extent not prohibited by law, a director of this Corporation shall not be liable to the Corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except that this section does not eliminate or limit the liability of a director for: (1) a breach of a director's duty of loyalty to the Corporation or its shareholders or members; (2) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; (3) a transaction from which a director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; (4) an act or omission for which the liability of a director is expressly provided for by statute; or (5) an act related to an unlawful stock repurchase or payment of a dividend.

13. No director shall be liable,

A. To the Corporation in connection with the director's vote for or assent to a distribution by the Corporation if, in the exercise of ordinary care, he relied and acted in good faith upon financial statements or other information of the Corporation represented to him to be correct in all material respects by the President or the officer of the Corporation having charge of its books of account, or stated in a written report by an independent public or certified public accountant or firm of such accountants fairly to reflect the financial condition of the Corporation, or if, in the exercise of ordinary care and in good faith, in voting for or assenting to a distribution by the Corporation, he considered the assets to be of their book value; or

B. For any claims or damages that may result from his acts in the discharge of any duty imposed or power conferred upon him by the Corporation if, in the exercise of ordinary care, he acted in good faith and relied upon the written opinion of an attorney for the Corporation.

14. Except to the extent such power may be modified or divested by action of the shareholders representing a majority of the issued and outstanding shares of the Common Stock of the Corporation taken at a regular or special meeting of the shareholders, the power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be vested in the Board of Directors.
15. Any action required by applicable law to be taken at any annual or special meeting of shareholders, or any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice, and without a vote, if a consent or consents in writing, setting forth the actions to be taken, shall be signed by the holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.
16. The period of duration of the Corporation is perpetual.