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11 MAY -5 PM 3:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W11

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** TRX, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Kelly Berry

Name of Person

Cowden & Humphrey Co. LPA

Firm/Company

4600 Euclid Avenue, Suite 400

Address

Cleveland, OH 44103

City/State and Zip code

kberry@cowdenlaw.com

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

For further information concerning this matter, please call:

Kelly Berry

Name of Person

at ( 216 ) 241-2880

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

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

**MAILING ADDRESS:**

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

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☐ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. TRX, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

TRX Trucking Inc.

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

2. Minnesota 3. 27-4628469  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 8, 2011 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 6600 Bessemer Avenue, Cleveland, OH 44127  
(Principal office address)

6600 Bessemer Avenue, Cleveland, OH 44127  
(Current mailing address)

8. intermodal transportation of freight  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Theresa C. O'Brien

Office Address: 20244 Melville Street

Orlando, Florida 32833  
(City) (Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: David Ferrante

Address: 6600 Bessemer Avenue, Cleveland, Ohio 44127

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Anthony F. Ferrante

Address: 6600 Bessemer Avenue, Cleveland, Ohio 44127

Director: Josephine Ferrante

Address: 6600 Bessemer Avenue, Cleveland, Ohio 44127

B. OFFICERS

President: David Ferrante

Address: 6600 Bessemer Avenue, Cleveland, Ohio 44127

Vice President: James Gifford

Address: 6600 Bessemer Avenue, Cleveland, Ohio 44127

Secretary: James Gifford

Address: 6600 Bessemer Avenue, Cleveland, Ohio 44127

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. \_\_\_\_\_

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. David Ferrante, President

(Typed or printed name and capacity of person signing application)

# State of Minnesota

## SECRETARY OF STATE

### Certificate of Good Standing

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: TRX, Inc.

Date Formed: 03/08/2011

Chapter Governed By: 302A

This certificate has been issued on 03/10/11.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED



*Mark Ritchie*  
Secretary of State