

7/2/2013 13:33:49 From: To: 8506176381

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H13000097869 3)))



H130000978693ABCA

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.  
Doing so will generate another cover sheet.

**\*RE-SUBMIT\***

To: Division of Corporations  
Fax Number : (850) 617-6381

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5368

Please retain original filing  
date of submission 4/30

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

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

FLORIDA PROFIT/NON PROFIT CORPORATION  
Trimmer Corp.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 08 9    |
| Estimated Charge      | \$70.00 |

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 APR 30 PM 2:30

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

13 JUL -2 PM 2:47

Electronic Filing Menu

Corporate Filing Menu

Help

Ps 7/3/13

850-817-8381

5/2/2013 10:48:48 AM PAGE 1/001 Fax Server



May 2, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: TRINMER CORP.  
REF: W13000025950

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6052.

Tim Burch  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H13000097869  
Letter Number: 913A00010643

**\*RE-SUBMIT\***

Please retain original filing  
date of submission 4/30

850-817-6381

7/1/2013 1:45:14 PM PAGE 1/001 Fax Server



July 1, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: TRINMER CORP.  
REF: W13000037544

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If you have any further questions concerning your document, please call (850) 245-6052.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H13000097869  
Letter Number: 313A00016296

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
13 APR 30 PM 2:30

( 4/9 )

**ARTICLES OF INCORPORATION  
FOR  
TRINMER CORP.  
(the "Corporation")**

The undersigned, acting as Incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation for this Corporation:

**ARTICLE I.  
NAME OF CORPORATION**

The name of the Corporation is: Trinmer Corp.

**ARTICLE II.  
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business address of the Corporation is: 1450 Brickell Avenue, Suite 1410, Miami, Florida 33131.

The mailing address of the Corporation is: 1450 Brickell Avenue, Suite 1410, Miami, Florida 33131.

**ARTICLE III.  
PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV.  
ACTION OF DIRECTORS BY UNANIMOUS WRITTEN  
CONSENT IN LIEU OF MEETING**

Any action required or permitted to be taken by the board of directors of the corporation may be taken without a meeting if all members of the board

individually or collectively consent in writing to such action. Such written consent or consents must describe the action taken and be signed by each director. Such action by written consent shall have the same force and effect as a unanimous vote of the directors.

**ARTICLE V.**  
**LIABILITY OF DIRECTORS**

(a) The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise. Such indemnification shall be against expenses (including attorney's fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal of such action, suit or proceeding, if he or she acted in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, if he or she had no reasonable cause to believe such conduct was unlawful. However, with respect to any action by or in the right of the corporation to procure a judgment in its favor, no indemnification shall be made in respect of any claim, issue, or matter as to which such person is adjudged liable for negligence or misconduct in the performance of his or her

duty to the corporation unless, and only to the extent that, the court in which such action or suit was brought determines, on application, that despite the adjudication of liability, such person is fairly and reasonably entitled to indemnity in view of all the circumstances of the case. Any indemnification under this article shall be made only on a determination by a majority of disinterested directors that indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct. Determination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the party did not meet the applicable standard of conduct. Indemnification may be paid by the corporation in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the director, officer, employee, or agent met the applicable standard of conduct and on receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount, unless it is ultimately determined that he or she is entitled to be indemnified by the corporation as authorized in this section.

(b) The corporation shall also indemnify any director, officer, employee, or agent who has been successful on the merits or otherwise, in defense of any action, suit, or proceeding, or in defense of any claim, issue, or matter in such action, suit or proceeding, against all expenses, including attorney's fees, actually and reasonably incurred, without the necessity of an independent determination

that such director, officer, employee, or agent met any appropriate standard of conduct.

(c) The indemnification provided for in this article shall continue as to any person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

(d) In addition to the indemnification provided for in this article, the corporation shall have power to make any other or further indemnification, except an indemnification against gross negligence or willful misconduct, under any resolution or agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of shareholders.

(e) If any expenses or other amounts are paid by way of indemnification, otherwise than by court order or action by the shareholders, the corporation shall, not later than the time of delivery to the shareholders of written notice of the next annual meeting, unless such meeting is held within three months from the date of such payment, and, in any event, within 15 months from the date of such payment, deliver by mail to each shareholder of record at the time entitled to vote for the election of directors, a statement specifying the persons paid, the amounts paid, and the nature and status at the time of such payment of the litigations or threatened litigation.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

13 APR 30 PM 2: 30

**ARTICLE VI.**  
**AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue is One Million (1,000,000) shares of common stock, each of the par value of One Dollar (\$1.00).

**ARTICLE VII.**  
**REGISTERED AGENT**

The street address of its initial registered office and the name of its initial registered agent at such address, are:

Registered office: 1200 S. Pine Island Road  
Plantation, Florida 33324

Registered agent: CT Corporation System

**ARTICLE VIII.**  
**INITIAL DIRECTORS**

*Connie Bryan*  
Connie Bryan  
Assistant Secretary

The number of directors constituting the initial Board of Directors is four (4), and the name and address of the persons who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and qualified, is:

| <u>Name</u>      | <u>Address</u>   |
|------------------|--|
| Jose Llorens     | 1450 Brickell Avenue, Suite 1410<br>Miami, Florida 33131 |
| Mercedes Llorens | 1450 Brickell Avenue, Suite 1410<br>Miami, Florida 33131 |
| Ramon Llorens    | 1450 Brickell Avenue, Suite 1410<br>Miami, Florida 33131 |
| Ana Llorens      | 1450 Brickell Avenue, Suite 1410<br>Miami, Florida 33131 |



FILED ( 9/9 )  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

13 APR 30 PM 2:30

**ARTICLE IX**  
**INCORPORATOR**

The name and address of the Incorporator is:

| <u>Name</u>           | <u>Address</u>  |
|-----------------------|---|
| Florentino A. Ramirez | 8150 N. Central Expressway<br>Suite 1280<br>Dallas, Texas 75206 |

In witness where, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation on the 1<sup>st</sup> day of July, 2013.



Florentino A. Ramirez  
Incorporator