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(Requestor's Name)

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☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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16 DEC 15 PM 12:12 FILED  
16 DEC 15 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

ATM ASSOCIATES, LLC

Signature \_\_\_\_\_

Requested by: BA

12/23/16

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

### COVER LETTER

**TO:** Charter Section  
Division of Corporations

**SUBJECT:** ATM Associates, Inc.

\_\_\_\_\_  
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Thomas A. Ginther

\_\_\_\_\_  
Contact Person

ATM Associates, LLC

\_\_\_\_\_  
Firm/Company

P.O. Box 691046

\_\_\_\_\_  
Address

Orlando, Florida 32869-1046

\_\_\_\_\_  
City, State and Zip Code

tginther580@gmail.com

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

For further information concerning this matter, please call:

Tom Ginther

at ( 321 )

231-4520

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees    ☐ \$113.75 Filing Fees    ☐ \$113.75 Filing Fees    ☐ \$122.50 Filing Fees,  
and Certificate of    and Certified Copy    Certified Copy, and  
Status    Certificate of Status

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

ATM Associates, LLC

LOL-94295

Enter Name of Other Business Entity

2. The "Other Business Entity" is a Limited Liability Company  
(Enter entity type. Example: limited liability company, limited partnership,  
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on 09/26/16  
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

Florida

4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

ATM Associates, Inc

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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16 DEC 15 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signed this 19th day of December, 2016.

**Required Signature for Florida Profit Corporation:**

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: [Signature]  
Printed Name: Thomas A. Ginther Title: Officer

**Required Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: [Signature]  
Printed Name: Thomas A. Ginther Title: Partner

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**If Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

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16 DEC 15 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

## OF

### ATM ASSOCIATES, INC

#### ARTICLE I

The name of this corporation shall be:

ATM ASSOCIATES, INC

Its business shall be carried on at points or places in the State of Florida, United States and in foreign countries as may, from time to time, be authorized by the Board of Directors. Its principal office shall be at 63 Gene Court West, Freeport, Florida 32439, and the resident agent is Thomas A. Ginther at the address of 399 Enterprise Street, Suite D, Ocoee, Florida 34761 and who's mail address is P.O. Box 691046 Orlando, Florida 32869-1046.

#### ARTICLE II

The purpose of the Corporation is to engage in the business of operating a retail automated teller machine business, owning land, developing land, building dwelling units and to sell same; and to transact any or lawful business for which corporations may be incorporated under the Florida General Corporation Act.

#### ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue is 2,100,000 shares, of which 1,100,000 shares shall be Preferred Stock of one or more series, par value \$ .001 per share ("Preferred Stock"), and 1,000,000 shares shall be Common Stock, all one class, par value \$ .001 per share ("Common Stock").

The preferences, limitations and relative rights of the shares of Common Stock and Preferred Stock are as follows:

##### A. Common Stock

##### 1. Rights in General

The common Stock shall be junior to the Preferred Stock and subject to all of the preferences; limitations and rights of the Preferred Stock as set forth herein.

##### 2. Dividend Rights and Liquidation Payments

Whenever there shall have been paid, or declared and set aside for payment, to the holders of the outstanding shares of Preferred Stock (and to the holders of outstanding shares of any other class of stock having preferences over the Common Stock as to the payment of dividends), the full amount of dividends and of sinking fund payments, if any, to which such holders are respectively entitled in preference to the Common Stock, then dividends may be paid on the Common Stock (and on any class or series of stock entitled to participate therewith as to dividends,) out of any assets legally available for the payment of dividends, but only if, as and when declared by the Board of Directors of the Corporation.

In the event of any liquidation, dissolution or winding up of the Corporation, after there shall have been paid to or set aside for the holders of Preferred Stock (and to holders of outstanding shares of any other class of stock having preference over the Common Stock in the event of liquidation, dissolution or winding up), the full preferential amounts to which they are respectively entitled, the holders of the Common Stock (and of any class or series of stock entitled to participate therewith, in whole or in part, as to distributions of assets) shall be entitled to receive the remaining assets of the Corporation available for distribution, in cash or in kind.

##### 3. Voting Rights

Except as otherwise provided by law, by these Articles of Incorporation or by resolution adopted by the Board of Directors of the Corporation with respect to any series of the Preferred Stock, the holders of the Common Stock shall exclusively possess all voting power of the Corporation and shall be entitled to one vote for each of Common Stock registered in the name of each holder upon any matter properly considered and acted upon by the shareholders of the Corporation.

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TALLAHASSEE, FLORIDA

4. Preferred Stock

The Board of Directors of the Corporation is hereby expressly authorized by resolution or resolutions from time to time adopted, to divide and issue the Preferred Stock in one or more series, with each series to be designated as to distinguish the shares thereof from the shares of all other series, and, subject to the limitations prescribed by law and to the filing of such statements as may be required by law, to fix and determine the relative rights and preferences of the shares of any series so established as to the following:

- (a) The rate or manner of payment of dividends;
- (b) Whether shares may be redeemed and, if so, the redemption price and the terms conditions of redemption;
- (c) The amount payable upon shares in the event of voluntary and involuntary liquidation;
- (d) Sinking fund provisions, if any, for the redemption or purchase of shares;
- (e) The terms and conditions, if any, on which shares may be converted; and
- (f) Voting rights, any.

All shares of Preferred Stock shall be identical except as to the foregoing relative rights and preferences, as to which there may be variations between different series.

ARTICLE IV

This Corporation shall begin business with an amount of capital not less than \$1,000.00 (one thousand dollars).

ARTICLE V

The Board of Directors shall consist of not less than one nor more than fifteen members.

ARTICLE VI

The name and address of the officers, initial directors and incorporator of this corporation who shall hold office for the first year of the Corporation's existence or until a successor and or additional officers and directors are elected and have qualified is as follows:

Ricky M. Luebbert-Director, President 63 Gene Court West, Freeport, Florida 32439

Thomas A. Ginther-Director, Treasurer 399 Enterprise Street, Suite E., Ocoee, Florida 34769

Ellen Darr, Director, Secretary 399 Enterprise Street, Suite E., Ocoee, Florida 34769

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 24<sup>th</sup> day of September 2016,



Thomas A. Ginther/Incorporator/Registered Agent

STATE OF FLORIDA

I hereby accept the designation as registered agent.

COUNTY OF ORANGE

The foregoing instrument was acknowledge before me, this 28<sup>th</sup> day of September 2016, Thomas A. Ginther, Incorporator of ATM Associates, Inc. on behalf of the Corporation.

MY COMMISSION EXPIRES

October, 9<sup>th</sup>, 2019



Padoslava Perova  
State of Florida

My Commission Expires 10/09/2019  
Commission No. FF 903731

  
Notary Public

FILED  
16 DEC 15 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA