

P23000067122

(Requestor's Name)

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MAIL

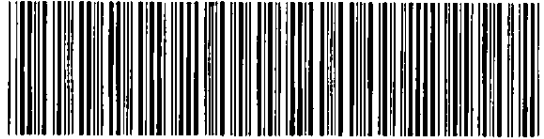
(Business Entity Name)

(Document Number)

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

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S. CHATHAM  
SEP 18 2023

RECEIVED  
2023 SEP 18 PM 12:28  
ALLAHASSRE, FLOR.



CSC - Tallahassee  
1201 Hays Street  
Tallahassee, FL 32301-2607  
850-558-1500, Ext: 61592

To: Department Of State, Division Of Corporations  
From: Alexxis Weiland-Sorenson  
Ext: 61592  
Date: 09/18/23  
Order #: 1275095-1  
Re: GMAG HOLDING, INC.  
Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:

Certificate of Formation/Incorporation

Amount to be deducted from our State Account: \$70.00 - FL State Account Number:  
I20000000195

AUTH:

A handwritten signature in black ink, appearing to read 'Alexxis Weiland-Sorenson', written over a horizontal line.

Please take the following action:

File in your office on basis  
Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

**ARTICLES OF INCORPORATION  
OF  
GMAG HOLDING, INC.**

**ARTICLE 1  
NAME**

The name of the corporation is GMAG Holding, Inc. (the "Corporation").

**ARTICLE 2  
PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 150 East Palmetto Park Road, Suite 500, Boca Raton, Florida 33432.

**ARTICLE 3  
AUTHORIZED SHARES**

The Corporation shall have authority, to be exercised by the Board of Directors, to issue no more than one thousand (1,000) shares of capital stock. These shares shall be one class, \$0.01 par value per share, and shall be designated as "Common Stock." The holders of Common Stock shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

**ARTICLE 4  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the Corporation at the registered office is Corporation Service Company.

**ARTICLE 5  
INCORPORATOR**

The name and address of the incorporator is:

Christopher C. Frieden  
Alston & Bird LLP  
1201 West Peachtree Street  
Atlanta, Georgia 30309-3424

**ARTICLE 6  
BOARD OF DIRECTORS**

The initial Board of Directors shall consist of one (1) member whose name and address are:

Frank P. Marzano  
150 East Palmetto Park Road  
Suite 500  
Boca Raton, Florida 33432

**ARTICLE 7  
LIMITATION OF DIRECTOR LIABILITY**

The liability of a director of the Corporation shall be eliminated or limited to the full extent permitted by the Florida Business Corporation Act. If the Florida Business Corporation Act is amended to further eliminate or limit the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the full extent permitted by the Florida Business Corporation Act, as so amended.

*[Signature on following page]*

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SEP 18 PM 7:55

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 18th day of September, 2023.

/s/Christopher C. Frieden  
Christopher C. Frieden  
Incorporator

2023 SEP 18 AM 7:55  
C

## ACCEPTANCE OF INITIAL REGISTERED AGENT

Having been named as the initial registered agent to accept service of process for GMAG Holding, Inc. at the place designated in these Articles of Incorporation, the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

Date: \_\_\_\_\_

9/18/2018

Corporation Service Company

By: \_\_\_\_\_

Alexis Weiland-Sorenson

Name: Alexis Weiland-Sorenson

Title: assistant vice president

2018 SEP 18 AM 7:55