

H95000032513

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33136- 311-
CONTACT: RAY STORMONT
PHONE: (305) 541-3684
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: TRM SERVICES, INC.
FAX AUDIT NUMBER: H95000004632
DATE REQUESTED: 04/26/1996
CERTIFIED COPIES: 0
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CERTIFICATE OF STATUS: 0
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ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

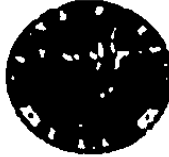
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FILED
95 APR 26 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 4/26

Handwritten notes: "Page 3 Miss" and "1195-1742"

98-1113 10-11-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mintham
Secretary of State

April 25, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: TRM SERVICES, INC.
REF: W95000008842

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE RE-FAX PAGE 3 OF THE ARTICLES.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000004632
Letter Number: 195A00019533

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TRM SERVICES, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: TRM SERVICES, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 3020 NW 7 AVE, MIAMI, FL 33161-4631.

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

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To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 8607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

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To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute 8607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 5,000 shares, having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: G.DAVID O'LEARY
3020 NW 7 AVE
MIAMI, FL 33161-4631

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ARTICLE VII

The initial board of Directors shall consist of a total of 3 person(s) and the name and address of the person(s) whom to serve as an initial director(s) is:

ROBERT GUNTER- 3020 NW 7 AVE- MIAMI, FL 33161-4631
(PRESIDENT/DIRECTOR)

KEVIN GUNTER- 3020 NW 7 AVE- MIAMI, FL 33161-4631
(VICE-PRESIDENT/DIRECTOR)

G.DAVID O'LEARY- 3020 NW 7 AVE- MIAMI, FL 33161-4631
(SECRETARY/TREASURER/DIRECTOR)

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 W. FLAGLER ST #200
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 25TH day of APRIL, 1995.


Incorporator
RAY STORMONT/PRESIDENT
SIGNING FOR
EMPIRE CORPORATE KIT OF AMERICA, INC.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that TRM SERVICES, INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of
incorporation has named G.DAVID O'LEARY
(Name of Registered Agent)
located at MIAMI, County of DADE
(City) (County)
State of Florida, as its agent to accept service of process within
this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, 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 RELATING TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND
ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

[Handwritten Signature]

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95 APR 26 AM 9:49
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TALLAHASSEE, FLORIDA

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TRM
3020B N.W. 7 AVENUE
MIAMI, FLORIDA
33127

OFFICE USE ONLY

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*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
95 AUG 21 AM 11:13

Examiner's Initials

JLL



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 8, 1995

TRM
3020B N.W. 7 AVENUE
MIAMI, FL 33127

SUBJECT: TRM SERVICES, INC.
Ref. Number: P95000032513

We have received your document for TRM SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 595A00037032

*Returned
3/15/95
for RA which was
not returned
with the amendment*

*Note:
RA was so
originally designated (filing)
(see attached original filing)
Please file & return
file - stamped copy.
Thank you*

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DIVISION OF CORPORATIONS
95 AUG 21 AM 11:13

(present name)

THIRD: The date of each amendment's adoption: July 27, 1995.

July 27, 1995.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) ~~was~~ were approved by the shareholders. The number of votes cast for the amendment(s) ~~was/were~~ sufficient for approval.

☐ The amendment(s) ~~was~~ were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) ~~was~~ were sufficient for approval by _____,"
 voting group

☐ The amendment(s) ~~was~~ were adopted by the board of directors without shareholder action and shareholder action ~~was~~ not required.

☐ The amendment(s) ~~was~~ were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 22nd of July, 19 95.

Signature x Robert L. Gunter
 (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

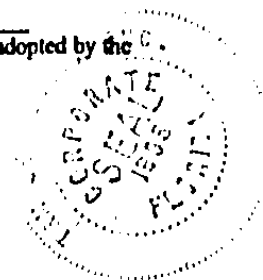
(By an incorporator if adopted by the incorporators)

ROBERT L. GUNTER

 Typed or printed name

President, Secretary, Treasurer and Director

 Title



CORPORATE RESOLUTION AND MINUTES OF SPECIAL MEETING OF ALL SHAREHOLDERS
AND DIRECTORS OF TRM SERVICES, INC.

A Special Meeting of all Shareholders and Directors of TRM Services, Inc. was held at 9:00 A.M. on Friday, the 21st day of July, 1995 at the corporate headquarters at 3020 Northwest 7th Avenue, Miami, Florida 33127.

Said Special Meeting was called upon proper notice and/or waiver(s) thereof, of all Shareholders, Directors and Officers of TRM Services, Inc., a Corporation duly organized and existing under the laws of the State of Florida.

THE EXPRESS PURPOSE of said Meeting was to consider and approve the written resignation of Mr. G. David O'Leary from his positions as Secretary, Treasurer and Director of the Corporation, as well as Registered Agent.

Said resignation was signed and delivered to the corporate headquarters on July 15, 1995. A true and correct copy of same is attached hereto, and by reference made part hereof.

THE EXPRESS PURPOSE of the Meeting was to consider and approve the resignation; and thereafter authorize and direct the official notification of same (as well as the appointment and/or election of replacement official(s)) to the vacated positions.

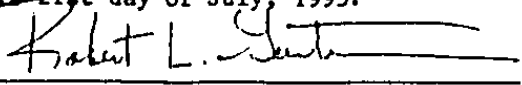
The Meeting was called to order by the undersigned corporate President, who determined that a quorum was present either in person or by proxy, or a combination of both. A Motion was made, seconded and carried to consider the resignation.

Upon ensuring that all corporate officers and directors had taken the proper measures in duly publishing and announcing the resignation; Motions were encouraged for the appointment of a replacement. A Motion was made, seconded and carried, as and for a nomination of Mr. Robert L. Gunter (the present President and Director) to henceforth act as President, Secretary, Treasurer and Director of the Corporation. Mr. Kevin A. Gunter, the current Vice-President and Director; had made the Motion. It was understood that should the Motion be approved, that Mr. Robert L. Gunter would act as President, Secretary, Treasurer and Director; and that Mr. Kevin A. Gunter would continue to act as Vice-President and Director. Mr. Robert L. Gunter will act as Registered Agent for the Corporation

UPON ENSURING that all corporate officers and directors had taken the proper measures, it was unanimously decided that the resignation be accepted and approved in all respects; and that the officers and directors as stated hereinabove act on behalf of the Corporation.

FURTHERMORE, the new Secretary, Mr. Robert L. Gunter, was directed to effect an official filing with the State of Florida Secretary of State to reflect the contents of this Corporate Resolution.

DATED at Miami, Dade County, Florida this 21st day of July, 1995.


President, Secretary and Treasurer



July 15, 1995

TRM Services, Inc.
3020 N.W. 7th Avenue
Miami, Florida 33127

Re: Letter of Resignation
(Director, Treasurer & Secretary)

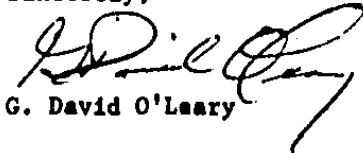
Gentlemen:

Please be advised that I have decided to tender my resignation as Secretary/Treasurer and Director of TRM Services, Inc. as of this date.

Please call a special meeting of all shareholders and directors of the Corporation at your first convenience in order to accept my resignation and appoint another in my stead.

Thank you for your attention to this request.

Sincerely,



G. David O'Leary

BY HAND DELIVERY

P.S. This resignation also includes my duties as Registered Agent of the Corporation.

*Exhibit to Corp Resolution
dtd July 21, 1995*