

APPLICATION FOR AUTHORITY OF FOREIGN CORPORATION

ENTITY INFORMATION

ENTITY NAME: G.A. SECURITY CORP
ENTITY ID: 23158422
ENTITY TYPE: Foreign For-Profit (Business) Corporation
EFFECTIVE DATE: 01/01/2021
FOREIGN DOMICILE STATE: Utah
DATE OF FORMATION IN FOREIGN DOMICILE: 05/18/1989
DURATION: Perpetual
TRUE NAME IN FOREIGN DOMICILE: G.A. Security Corp
PURPOSE:
CHARACTER OF BUSINESS: Finance and Insurance
AUTHORIZED SHARES: Share Class: Common Share Series: Share Total: 10000
ISSUED SHARES: Share Class: Common Share Series: Share Total: 1000

STATUTORY AGENT INFORMATION

STATUTORY AGENT NAME: John C Norling
PHYSICAL ADDRESS: 1 E WASHINGTON ST STE 1900, PHOENIX, AZ 85004
MAILING ADDRESS:

KNOWN PLACE OF BUSINESS

Att: Scott Olson, 1990 N. Pinal Ave., CASA GRANDE, AZ 85122

PRINCIPAL OFFICE ADDRESS

Att: Scott Olson, 1530 South 500 West , SALT LAKE CTY, UT 84115

PRINCIPAL INFORMATION

Director: Jill Lloyd - 730 W 2100 South, SALT LAKE CTY, UT, 84119, USA - jlloyd@jerryseiner.com - Date of Taking Office:
President/CEO: James C. Hemmersmeier - 1530 South 500 West, SALT LAKE CTY, UT, 84115, USA - - Date of Taking Office:
Treasurer: Scott Olson - 1530 South 500 West, SALT LAKE CTY, UT, 84115, USA - scott.olson@jerryseiner.com - Date of Taking Office:

SIGNATURE

Treasurer: Scott Olson - 12/10/2020

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**Division of Corporations & Commercial Code**

160 East 300 South, 2nd Floor, PO Box 146705

Salt Lake City, UT 84114-6705

Service Center: (801) 530-4849

Toll Free: (877) 526-3994 Utah Residents

Fax: (801) 530-6438

Web Site: <http://www.commerce.utah.gov>

11/30/2020

1034797-014211302020-3203420

CERTIFICATE OF EXISTENCE

Registration Number: 1034797-0142
Business Name: G. A. SECURITY CORP.
Registered Date: May 18, 1989
Entity Type: Corporation - Domestic - Profit
Status: Current

The Division of Corporations and Commercial Code of the State of Utah, custodian of the records of business registrations, certifies that the business entity on this certificate is authorized to transact business and was duly registered under the laws of the State of Utah. The Division also certifies that this entity has paid all fees and penalties owed to this state; its most recent annual report has been filed by the Division (unless Delinquent); and, that Articles of Dissolution have not been filed.



A handwritten signature in black ink, appearing to read "Jason Sterzer".

Jason Sterzer
Director
Division of Corporations and Commercial Code



Utah Department of Commerce
Division of Corporations & Commercial Code
160 East 300 South, 2nd Floor, S.M. Box 146705
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Web Site: <http://www.commerce.utah.gov>

Registration Number: 1034797-0142
Business Name: G. A. SECURITY CORP.
Registered Date: MAY 18, 1989

December 1, 2020

CERTIFIED COPY OF ARTICLES OF INCORPORATION & AMENDMENT

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT THE ATTACHED IS TRUE, CORRECT, AND COMPLETE COPY OF THE ARTICLES OF INCORPORATION & AMENDMENT OF

G. A. SECURITY CORP.

AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Jason Sterzer
Director
Division of Corporations and Commercial Code

Div. of Professional Licensing
(801)530-6628

Real Estate
(801)530-6747

Public Utilities
(801)530-6651

Securities
(801)530-6600

Consumer Protection
(801)530-6601

137020

APPROVED by the division of Corporations
and Commercial Code of the Utah State
Department of Commerce

on the 18th day of May A.D. 19 89

Corporate Documents Examiner OSAH

Fees paid \$ 50.00

ARTICLES OF INCORPORATION
OF
GREAT AMERICAN SECURITY

RECEIVED
1989 MAY 18 PM 1:14
DIVISION OF CORPORATIONS
STATE OF UTAH

We, the undersigned, natural persons of the age of eighteen years or more, acting as incorporators of a corporation under the Utah Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is GREAT AMERICAN SECURITY.

ARTICLE II - DURATION

The period of its duration is perpetual.

ARTICLE III - PURPOSES

The purposes for which the corporation is organized are for the sale of motor vehicle extended warranty contracts to purchasers of new and used motor vehicles; and to transact any or all lawful business for which corporations may be incorporated under the Utah Business Corporation Act and, in aid thereof, the corporation shall have unlimited power to engage in and to do any lawful act concerning any or all business for which corporations may be organized under the Act, including but not limited to the following:

9138010068



- (a) To enter into any lawful arrangement for sharing profits, a union of interests, reciprocal association or cooperative association with any corporation, association, partnership, individual or other legal entity for the carrying on of any business and to enter into any general or limited partnership for the carrying on of any business;
- (b) To lease, sell, exchange and trade real and personal property, either tangible or intangible;
- (c) To conduct business anywhere in the world;
- (d) To guarantee the obligations of others with or without consideration.

ARTICLE IV - STOCK

The aggregate number of shares which the corporation shall be authorized to issue is 10,000 shares having a par value of \$1.00 per share. All stock of this corporation shall be of the same class, common, and shall have the same rights and preferences. Fully paid stock of this corporation shall not be liable to any call and is non-assessable.

ARTICLE V - PREEMPTIVE RIGHTS

A shareholder shall have no preemptive rights to acquire any securities of this corporation.

ARTICLE VI - INITIAL CAPITALIZATION

This corporation will not commence business until consideration of a balance of at least \$1,000 has been received for the issuance of shares.

ARTICLE VII - INITIAL OFFICE AND AGENT

The address of this corporation's initial registered office and the name of its initial registered agent at such address is:

<u>Name of Agent</u>	<u>Address of Registered Office</u>
Louise E. MacDonald	730 West 2100 South Salt Lake City, Utah 84119

I hereby accept appointment as registered agent for GREAT AMERICAN SECURITY.



Registered Agent

ARTICLE VIII - DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is seven. The names and addresses of persons who are to serve as directors until the first annual meeting of stockholders, or until their successors are elected and qualify, are:

<u>Name</u>	<u>Address</u>
Gerald J. Seiner	730 West 2100 South Salt Lake City, Utah 84119

Michael G. MacDonald	730 West 2100 South Salt Lake City, Utah 84119
Louise E. MacDonald	730 West 2100 South Salt Lake City, Utah 84119
David C. Waldron	730 West 2100 South Salt Lake City, Utah 84119
Rex C. Allred	730 West 2100 South Salt Lake City, Utah 84119
David Casto	730 West 2100 South Salt Lake City, Utah 84119
Tim Curtin	730 West 2100 South Salt Lake City, Utah 84119

The number of directors may be changed from time to time by amendment of the By-Laws, but there shall be not more than twenty-five nor less than three directors.

ARTICLE IX - INCORPORATORS

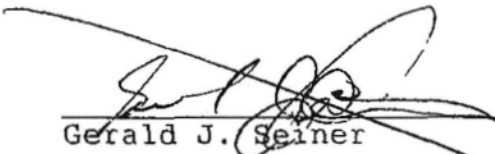
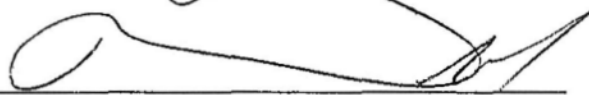
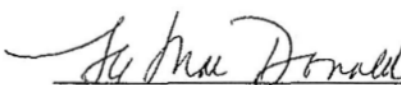
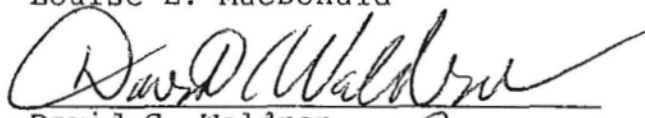
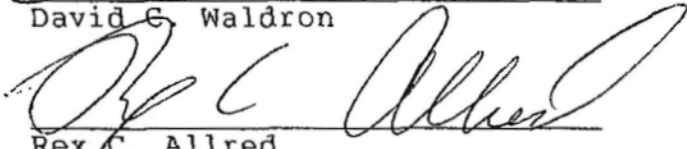
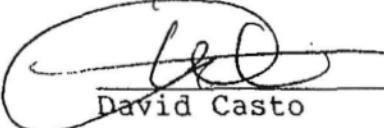
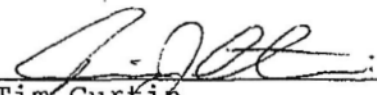
The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Gerald J. Seiner	730 West 2100 South Salt Lake City, Utah 84119
Michael G. MacDonald	730 West 2100 South Salt Lake City, Utah 84119
Louise E. MacDonald	730 West 2100 South Salt Lake City, Utah 84119
David C. Waldron	730 West 2100 South Salt Lake City, Utah 84119
Rex C. Allred	730 West 2100 South Salt Lake City, Utah 84119

David Casto

730 West 2100 South
Salt Lake City, Utah 84119

Tim Curtin

730 West 2100 South
Salt Lake City, Utah 84119DATED this 30th day of April, 1989.
Gerald J. Seiner
Michael G. MacDonald
Louise E. MacDonald
David G. Waldron
Rex C. Allred
David Casto
Tim Curtin

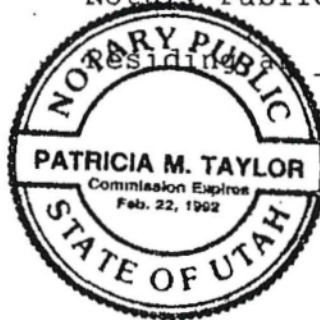
STATE OF UTAH)
 : ss.
 COUNTY OF SALT LAKE)

On the 30 day of April, 1989 Gerald J. Seiner, Michael G. MacDonald, Louise E. MacDonald, David C. Waldron, Rex C. Allred, David Casto and Tim Curtin personally appeared before me, who, being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

DATED this 30 day of April, 1989.

Patricia M. Taylor
 Notary Public

My Commission Expires:



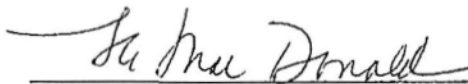
SLC Utah

CDN8459P

CONSENT TO USE OF NAME

Louise E. MacDonald, having reserved the name GREAT AMERICAN SECURITY on or about April 12, 1989 with the State of Utah Department of Business Regulation, Division of Corporations, hereby consents to the use of the name "GREAT AMERICAN SECURITY" by Gerald J. Seiner, Michael G. MacDonald, Louise E. MacDonald, David C. Waldron, Rex C. Allred, David Casto and Tim Curtin, incorporators of Great American Security.

Dated: 4-18, 1989.



Louise E. MacDonald

CDN8485P

RECEIVED

APR 1 1997

Utah Div. of Corp. & Comm. Code

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF GREAT AMERICAN SECURITYI Hereby certify that the foregoing has been filed
and approved on the 1 day of April 1997
in the office of this Division and hereby issue
this Certificate thereof

Examiner

Date

KORLA T. WOODS
Division Director

Pursuant to the provisions of Sections 16-10a-1001, et seq.
of the Utah Revised Business Corporation Act, the undersigned
corporation adopts the following Articles of Amendment to its
Articles of Incorporation:

FIRST: The name of the corporation is GREAT AMERICAN
SECURITY.

SECOND: The Amendment to Articles of Incorporation, a copy
of which is attached hereto as Exhibit "A," was adopted at a
regular meeting of the shareholders of Great American Security
held on March 27, 1997.

THIRD: The number of common shares outstanding are 1,091,
all of which are entitled to vote in favor of or against adopting
the amendment. All 1,091 shares were voted in favor of adopting
said Amendment.

DATED this 27 day of March, 1997.

GREAT AMERICAN SECURITY

By

David C. Waldron, Secretary

STATE OF UTAH)
: ss.
COUNTY OF SALT LAKE)

The foregoing instrument was acknowledged before me this
____ day of March, 1997 by David C. Waldron, the Secretary of
Great American Security, a Utah corporation.

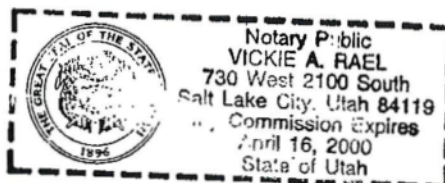
NOTARY PUBLIC

Residing at:

My Commission Expires:

4-16-2000SLC UT

186140-1



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Exhibit "A"

Amendment to Articles of Incorporation
of
GREAT AMERICAN SECURITY

Pursuant to the Utah Revised Business Corporation Act, Section 16-10a-1001, et seq. (1992, as amended), the Board of Directors of Great American Security (the "Corporation") has recommended to the shareholders, and the shareholders have adopted by more than a majority of the votes entitled to be cast, the following amendment to the Articles of Incorporation of the Corporation:

1. AMENDMENT TO ARTICLE I. Article I of the Articles of Incorporation is deleted in full and the following is substituted as Article I:

ARTICLE I

NAME

The name of this Corporation is
G. A. SECURITY CORP.

2. NO FURTHER AMENDMENTS. Except as specifically set forth above, the provisions of the Articles of Incorporation of this Corporation shall remain unchanged and shall continue in full force and effect.

BY RECOMMENDATION OF THE BOARD OF DIRECTORS
AND BY UNANIMOUS VOTE OF THE SHAREHOLDERS.

DATED the 27 day of March, 1997.