



**Secretary of State**  
**Articles of Incorporation of a**  
**Close Corporation**

ARTS-CL

For Office Use Only

**-FILED-**

File No.: 6374979

Date Filed: 9/3/2024

Filing Fee - \$100.00

Certified Copy Fee (Optional) - \$5.00

Note: Corporations may have to pay a minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to <https://www.ftb.ca.gov/>.

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- 1. Corporate Name** (The name must include the word "Corporation," "Incorporated," or "Limited" or an abbreviation of one of those words. Go to [www.sos.ca.gov/business/be/name-reservations](http://www.sos.ca.gov/business/be/name-reservations) for general corporate name requirements and restrictions.)

The name of the corporation is ONSITE PAYMENTS, INC.

- 2. Business Addresses** (Enter the complete business addresses. Item 2a cannot be a P.O.Box or "In care of" an individual or entity.)

a. Initial Street Address of Corporation - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
1890 Geer Road	Turlock	CA	95382
b. Initial Mailing Address of Corporation, if different than Item 2a	City (no abbreviations)	State	Zip Code
P.O. Box 861	Hilmar	CA	95324

- 3. Service of Process** (Must provide either Individual OR Corporation.)

**INDIVIDUAL** - Complete Items 3a and 3b only. Must include agent's full name and California street address.

a. California Agent's First Name (if agent is not a corporation)	Middle Name	Last Name	Suffix
Brian	D.	Silva	
b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box	City (no abbreviations)	State	Zip Code
1890 Geer Road	Turlock	CA	95324

**CORPORATION** - Complete Item 3c. Only include the name of the registered agent Corporation.

- c. California Registered Corporate Agent's Name (if agent is a corporation) - Do not complete Item 3a or 3b

- 4. Shares** (Enter the number of shares the corporation is authorized to issue. Do not leave blank or enter zero (0).)

This corporation is authorized to issue only one class of shares of stock.

The total number of shares which this corporation is authorized to issue is 1000000.

- 5. Number of Shareholders** (Enter the number of shareholders the corporation is authorized to have. The number must not exceed 35. Do not leave blank or enter zero (0).)

This corporation is a **Close Corporation**. All of the corporation's issued shares of stock, of all classes, will be held of record by not more than 35 persons.

- 6. Purpose Statement** (Do not alter the Purpose Statement.)

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

- 7. Read and Sign Below** (This form must be signed by each incorporator. Do not include a title.)

Signature

Brian D. Silva

Type or Print Name

ATTACHMENT TO  
ARTICLES OF INCORPORATION  
OF  
ONSITE PAYMENTS, INC.

8. **Hold Harmless; Indemnification.**

- a. The liability of directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law. The corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under California law.
- b. The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) for breach of duty to the corporation and its stockholders through Bylaw provisions, agreements with agents, vote of shareholders or disinterested directors, or otherwise to the fullest extent permissible under California law, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code.
- c. Any amendment, repeal, or modification of any provision of this Article shall not adversely affect any right or protection of an agent of this corporation existing at the time of such amendment, repeal, or modification.