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## ARTICLES OF ORGANIZATION

OF

### GALLAGHER GROUP, L.L.C. (An Alabama Limited Liability Company)

Pursuant to the Alabama Limited Liability Company Act (the "Act"), set forth in Code of Alabama, 1975, as amended, Sections 10-12-1, et seq, the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

#### ARTICLE I

##### NAME

The name of the limited liability company (the "company") is:  
"GALLAGHER GROUP, L.L.C."

#### ARTICLE II

##### DURATION

The duration of the Company shall be perpetual, unless earlier terminated by agreement of the members or by operation of law.

#### ARTICLE III

##### PURPOSES

The Company's purposes are to engage in the operation and management of coin counting machines and the buying, selling, holding of said machines and to do everything necessary, proper, advisable or convenient for the accomplishment of such purposes, and to do all other things incidental to such purposes or in connection with such purposes that are not prohibited by law. In extension and not in limitation of the purposes specifically enumerated, the Company is authorized and empowered to engage in any lawful business in which limited liability companies may engage under the Act.



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## ARTICLE IV

### INITIAL REGISTERED OFFICE AND AGENT

The location and mailing address of the initial registered office of the Company is 3621 Cumberland Trace, Birmingham, AL, 35242. The name of the initial registered agent for the Company is Joseph J. Gallagher, Jr..

## ARTICLE V

### INITIAL MEMBERS

The names and mailing addresses of the initial members of the Company are:

Joseph J. Gallagher, Jr.  
Managing Member and/or Manager  
3621 Cumberland Trace  
Birmingham, AL, 35242

Joseph J. Gallagher, III  
Member  
3621 Cumberland Trace  
Birmingham, AL, 35242

Timothy J. F. Gallagher  
Member  
3621 Cumberland Trace  
Birmingham, AL, 35242

## ARTICLE VI

### ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member, or a member in substitution of a present member, without the unanimous consent of the members.



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## ARTICLE VII

### CONTINUATION OF BUSINESS

Upon the occurrence of an event of disassociation which terminates the continued membership of a member, the remaining members may continue the legal existence and business of the Company if (i) there is at least one remaining member or a new member is admitted, and (ii) all members consent in writing to the continuation of the business within ninety (90) days after the occurrence of the event of disassociation.

## ARTICLE VIII

### MANAGEMENT

The Company shall be managed by the "Managing Member" or "Manager". In the event of death or resignation or in the event a managing member or manager is terminated as provided in the Operating Agreement, a successor managing member or manager shall be elected or appointed as provided in the Operating Agreement. The initial Managing Member and/or Manager is, Joseph J. Gallagher, Jr..

The powers and authority of the Managing Member are as follows:

The Managing Member and/or Manager has the full and exclusive power on the Company's behalf, in his or her name, to manage, control, administer and operate its business and affairs and to do or cause to be done anything he/or she deems necessary or appropriate for the Company's business, including (but not limited to) the power and authority to: (1) sell real or personal property to any person, giving any warranties or assurances deemed appropriate; (2) buy, lease, or otherwise acquire real or personal property to carry on and conduct the Company's business; (3) borrow money for the Company's business; (4) issue promissory notes and other debt instruments (negotiable or nonnegotiable), in any amounts and secured by any encumbrance on all or any part of the Company's assets; (5) assign any debts owing to the Company; (6) engage in any other means of financing; (7) enter into any agreement for sharing of profits and joint venture with any person or entity engaging in any business or venture in which the Company may engage; (8) manage, administer, conserve, improve, develop, operate, lease, utilize, and defend the Company's assets, directly or through third parties; (9) execute any type of agreement or instrument in connection with any other Company power; (10) employ all types of agents and employees (including lawyers and accountants) as may seem proper; (11) buy or otherwise obtain the use of any type of equipment or other property that may be convenient or advisable in connection with any Company business; (12) incur any reasonable expense for

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travel, telephone, telegraph, insurance, taxes, and such other things, in carrying on the Company's business; (13) sue and be sued, complain and defend in the Company's name of and on its behalf; and (14) quit-claim, release, or abandon any Company assets with or without consideration.

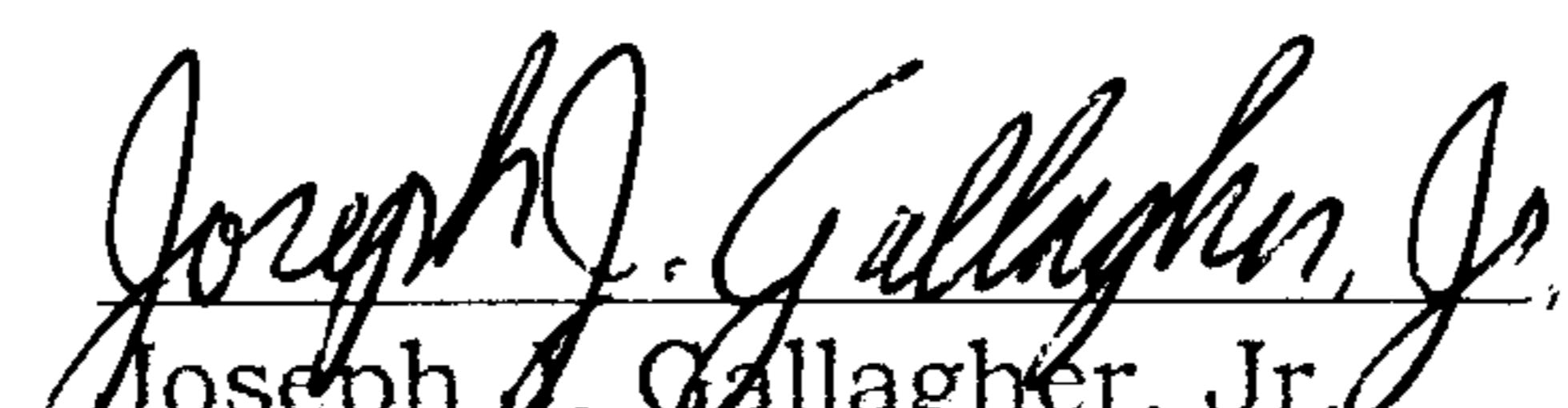
## ARTICLE IX

Any amendment to these Articles of Organization shall require approval of all the members.

## EXECUTION AND DATE

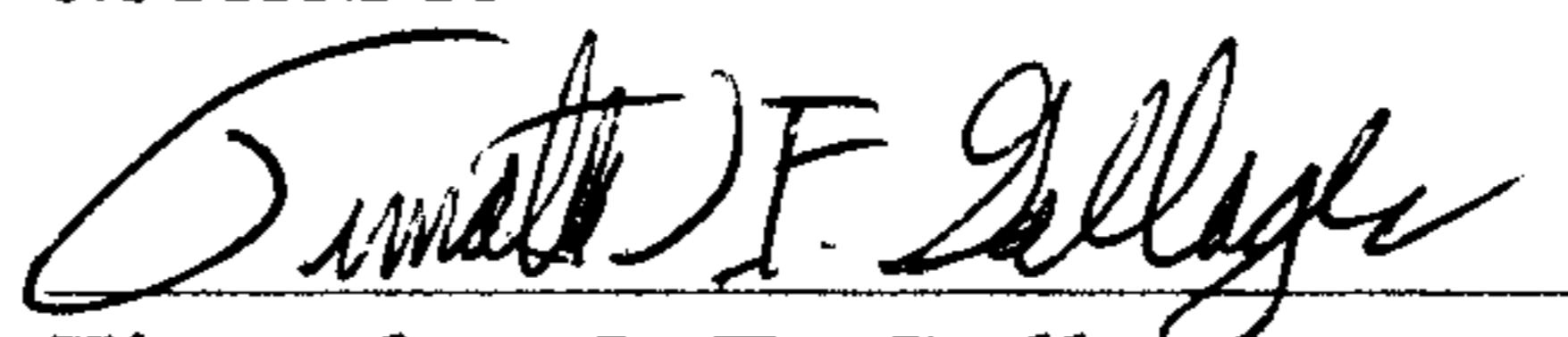
These Articles of Organization are executed by and on behalf of the initial members as of the 12 day of July, 2009.

Gallagher Group, L.L.C.

  
Joseph J. Gallagher, Jr.  
Managing Member and/or Manager

  
Joseph J. Gallagher, Jr.  
Member/Organizer

  
Joseph J. Gallagher, III  
Member

  
Timothy J. F. Gallagher  
Member



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THE STATE OF ALABAMA)  
COUNTY OF SHELBY )

I, the undersigned authority a notary public in and for said State and County, hereby certify that Joseph J. Gallagher, Jr., Joseph J. Gallagher, III and Timothy J. F. Gallagher, whose names are signed to the foregoing Articles of Organization and who are known to me acknowledged before me on this day that, being informed of the contents of the Articles of Organization they executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 12<sup>th</sup> day of July,  
2009.

SEAL

*Timothy J. Gallagher*  
Notary Public  
My Commission Expires 10-28-12

THIS DOCUMENT PREPARED BY:  
Timothy J. Gallagher  
Attorney at Law  
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