



L020000007333

March 11, 2002

FILED  
2002 MAR 27 PM 4:12  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Florida Department of State  
Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Sentry Engineering Group, L. L. C.

Dear Sirs:

Enclosed please find the Articles of Organization for Sentry Engineering Group, L. L. C. and a check in the amount of \$125.00 for the filing fee and designation of registered agent.

If there are any questions, please contact:

Kelly Chambers or Kerry Herzig  
C/O Sentry Metering Systems, L. L. C.  
971 E. Plant Street  
Winter Garden, FL 34787

407-656-8655

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-03/13/02--01040--008  
\*\*\*\*125.00 \*\*\*\*125.00

Sincerely,

*Kelly A Chambers*

Kelly A. Chambers  
Office Manager

KAC/ms  
Enclosures

W02-7519



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 19, 2002

KELLY A. CHAMBERS  
971 E. PLANT ST.  
WINTER GARDEN, FL 34787

SUBJECT: SENTRY ENGINEERING GROUP, L.L.C.  
Ref. Number: W02000007519

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We have received your document for SENTRY ENGINEERING GROUP, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of 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 (850) 245-6097.

Joey Bryan  
Document Specialist  
Tax Liens

Letter Number: 402A00016316

**ARTICLES OF ORGANIZATION**  
**Of**  
**SENTRY ENGINEERING GROUP, L. L. C.**

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

**ARTICLE I -Name:**

The name of the Limited Liability Company is:  
SENTRY ENGINEERING GROUP, L.L.C.

**ARTICLE II -Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:  
971 East Plant Street  
Winter Garden, FL 34787

**ARTICLE III – Duration:**

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

**ARTICLE IV -Registered Agent, Registered Office, & Registered Agent's Signature:**

The street address of this limited liability company's registered office is:

971 East Plant Street  
Winter Garden, FL 34787

The name of the registered agent is:

Kerry L. Herzig

*Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S.*

  
Registered Agent's Signature

**ARTICLE V – Management:**

This Limited Liability Company is to be managed by one manager or more managers by a majority vote of its members. The initial manager, who shall serve until the earlier of her death, resignation, replacement or until the first annual meeting of members and her successor is elected and qualified, shall be:

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Kelly A. Chambers  
314 East Geneva Street  
Ocoee, FL 34761

**ARTICLE VI – Purpose of Limited Liability Company:**

The purpose of this limited liability company is to engage in any activity or business permitted under the law of the United States and the State of Florida. SENTRY ENGINEERING GROUP, L. L. C. will develop and design various systems for monitoring various liquids, gases and solids in storage or transport, and to license these designs to others for manufacture and/or use. All designs will be licensed on an individual basis to the licensee on a royalty basis but the designs will remain the intellectual property of SENTRY ENGINEERING GROUP, L. L. C., and may not be sub-licensed to a third party without the expressed written consent of the SENTRY ENGINEERING GROUP, L. L. C.

All research and design work performed for the Limited Liability Company by members of the Limited Liability Company will be on a fee basis agreed upon by all of the members.

All profits and/or losses of the Limited Liability Company will be shared by all members in direct proportion to his/her ownership. Any member leaving the Limited Liability Company group will forfeit his/her percentage of future royalties. Membership shares may only be sold to outsiders if shares are offered first to present members at large.

**ARTICLE VII - Membership:**

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interest. The initial Members and percentage of ownership are:

John Hilbrig	16.66 2/3%
Brian Lanworn	16.66 2/3%
Shaun Taylor	16.66 2/3%
Jason M. Bracewell	16.66 2/3%
Robert K. Wallick	16.66 2/3%
Robert H. Wallick	16.66 2/3%

**ARTICLE VIII – Dissolution:**

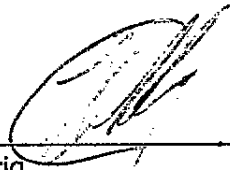
The limited liability company will dissolve as executed and agreed upon by the members.

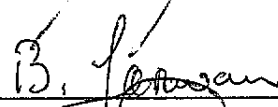
**ARTICLE IX - Capital Contributions:**

The total amount of cash and property contributed to this limited liability company by its members upon the filing of these Articles of Organization is Fifty Thousand and No/100 Dollars (\$50,000.00). There are no additional contributions which have been agreed upon by the members at the time of the filing of these Articles of Organization. The members are free to agree upon additional contributions to this limited liability company at any point in the future.

In witness whereof, the undersigned have executed these Articles of Organization for this Limited Liability Company this 23<sup>RD</sup> day of February, 2002.

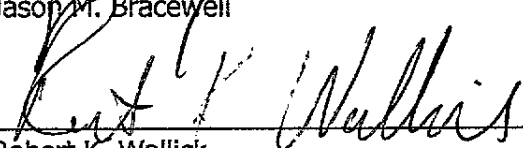
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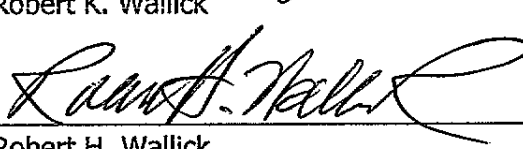
  
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John Hilbrig

  
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Brian Lanworn

  
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Shaun Taylor

  
\_\_\_\_\_  
Jason M. Bracewell

  
\_\_\_\_\_  
Robert K. Wallick

  
\_\_\_\_\_  
Robert H. Wallick

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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