

LO9000113287

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200162518432

EFFECTIVE DATE

11/29/09

09 NOV 23 AM 11:12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

2009 NOV 23 AM 10:42

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

B. KOHR

NOV 25 2009

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 195772 4370612

AUTHORIZATION

COST LIMIT : \$ 150.00

RECEIVED
DIVISION OF CORPORATIONS
09 NOV 23 AM 11:12

ORDER DATE : November 20, 2009

ORDER TIME : 5:19 PM

ORDER NO. : 195772-015

CUSTOMER NO: 4370612

EFFECTIVE DATE 11/29/09

CONVERSION FILING

NAME: GTO, INC.

XX CERTIFICATE OF CONVERSION
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 23, 2009

KIMBERLY MORET
CSC
TALLAHASSEE, FL

SUBJECT: GTO, LLC
Ref. Number: W09000051483

RECEIVED
09 NOV 24 PM 4:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT
Please give original
submission date as file date
NOV 23 AM 11:12
FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

EFFECTIVE DATE 11/29/09

We have received your document for GTO, LLC and the authorization to debit your account in the amount of \$150.00. However, the document has not been filed and is being returned for the following:

The name GTO, LLC is already being used by a company in Tamarac. Please see the attached printout for Document Number L06000061095.

Unless you can obtain written permission from the Tamarac company to use the name GTO, LLC, you will have to choose another name for your limited liability company.

ALSO, please note that the Articles of Organization and the Plan of Conversion both state an effective date of November 29, 2009 for the conversion. This effective date also needs to be stated in the CERTIFICATE OF CONVERSION.

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 (850) 245-6914.

Buck Kohr
Regulatory Specialist II

Letter Number: 309A00036285

EFFEKTIVE DATE 11/29/09

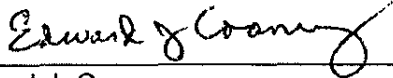
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 NOV 23 AM 11:12

**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is GTO, Inc. ppqvuuu63864
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on July 19, 1999.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Gates That Open, LLC.
4. The Certificate of Conversion shall become effective at 12:00 a.m. on November 29, 2009.

Signed this 20 day of November, 2009.



Edward J. Cooney
VP and Treasurer of Sole Member, Linear LLC

EFFECTIVE DATE 11/29/09

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 NOV 23 AM 11:12

**PLAN OF CONVERSION
FOR CONVERTING GTO, INC.
INTO GATES THAT OPEN, LLC**

This Plan of Conversion is adopted this 20 day of November, 2009, to convert GTO, Inc., a Florida corporation ("Converting Entity"), into Gates That Open, LLC, a Florida limited liability company ("Converted Entity").

1. The Converted Entity is a limited liability company organized under the laws of the State of Florida.
2. The Converting Entity is a corporation incorporated under the laws of the State of Florida.
3. The Converting Entity shall be converted into the Converted Entity.
4. On or after the effective date of this conversion, the name of the Converted Entity shall be Gates That Open, LLC.
5. Each outstanding one hundred (100) shares of Common Stock (or fraction thereof) in the Converting Entity shall be converted into a one hundred percent (100%) membership interest in the Converted Entity.
6. The Articles of Organization of the Converted Entity are attached hereto as Exhibit A.
7. The shareholders of the Converting Entity shall, from time to time, as and when requested by the managing member of the Converted Entity, execute and deliver all such further documents and instruments and take such other further action necessary or desirable to carry out the intent and purposes of this Plan of Conversion.
8. The Plan of Conversion shall become effective at 12:00 a.m. on November 29, 2009.
9. The Plan of Conversion has been duly approved by holders of 100% of the shares of the Converting Entity.

IN WITNESS WHEREOF, the undersigned has caused this Plan of Conversion to be executed as of the date first set forth above.

GTO, INC.,
a Florida corporation

By: Edward J. Cooney
Edward J. Cooney
Vice President and Treasurer

EFFECTIVE DATE 11/29/09

FILED
SECRETARY OF STATE'S
DIVISION OF CORPORATIONS
09 NOV 23 AM 11:12

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

GATES THAT OPEN, LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

3121 Hartsfield Road

Tallahassee, FL 32303

Mailing Address:

3121 Hartsfield Road

Tallahassee, FL 32303

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Corporation Service Company

Name

1201 Hays Street

Florida street address (P.O. Box **NOT** acceptable)

Tallahassee

FL 32301

City, State, and Zip

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..

Corporation Service Company

BY: 

Registered Agent's Signature (REQUIRED)

Kimberly B. Moret
as its agent

(CONTINUED)

Page 1 of 2

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Linear LLC

1950 Camino Vida Roble, Suite 150
Carlsbad, CA 92008

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: 12:00 a.m. November 29, 2009
(OPTIONAL)

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Certificate of Conversion, if an effective date is listed therein.)

REQUIRED SIGNATURE:

Edward J. Cooney
Signature of a member or an authorized representative of a member.

(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.)

Edward J. Cooney

Typed or printed name of signee

Filing Fees:

**\$125.00 Filing Fee for Articles of Organization and Designation
of Registered Agent**

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)