

L10000013100

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

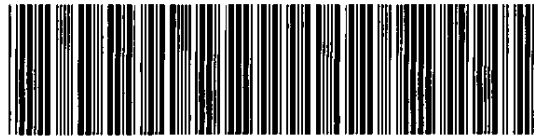
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300167788693

02/03/10--01023--026 \*\*185.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**D. BRUCE**

FEB. 4 2010

**EXAMINER**

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** GPS TECHNOLOGY SOLUTIONS, LLC  
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

BETSY PARENTI, PARALEGAL  
(Contact Person)

FOWLER RODRIGUEZ VALDES-FAULI  
(Firm/Company)

355 ALHAMBRA CIRCLE, SUITE 801  
(Address)

CORAL GABLES, FL 33134  
(City, State and Zip Code)

bparenti@frvf-law.com  
E-mail Address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Betsy Parenti at ( 786 ) 364-8480  
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization)
- \$155.00 Filing Fees and Certificate of Status
- \$180.00 Filing Fees and Certified Copy
- \$185.00 Filing Fees, Certified Copy, and Certificate of Status

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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 TALLAHASSEE, FLORIDA

**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:  
GPS TECHNOLOGY SOLUTIONS, LLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a LIMITED LIABILITY COMPANY M05000006923  
(Enter entity type. Example: corporation, limited partnership,  
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of COLORADO  
(Enter state, or if a non-U.S. entity, the name of the country)

on February 9, 1998

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

GPS TECHNOLOGY SOLUTIONS, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_  
(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 Articles of Organization, if an effective date is listed therein.)

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TALLAHASSEE, FLORIDA  
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Signed this 26 day of January 2010.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Signature of Member or Authorized Representative: \_\_\_\_\_  
Printed Name: Fred J. Wright Title: Manager

**Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]**

Signature: \_\_\_\_\_  
Printed Name: Fred J. Wright Title: Authorized Person

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_  
Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.  
If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**

**OF**

**GPS TECHNOLOGY SOLUTIONS, LLC**

These Articles of Organization of **GPS TECHNOLOGY SOLUTIONS, LLC** (the "Company") have been duly executed and are being filed by the undersigned authorized representative of the member to form a Florida limited liability company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608) as follows:

**ARTICLE I**

Name

The name of the limited liability company formed hereby is **GPS TECHNOLOGY SOLUTIONS, LLC**.

**ARTICLE II**

Principal Place of Business Address

The principal place of business address and mailing address of the Company is 11300 N.W. 131<sup>st</sup> Street, Medley, Florida 33178.

**ARTICLE III**

Mailing Address

The mailing address of the Company is 11300 N.W. 131<sup>st</sup> Street, Medley, Florida 33178.

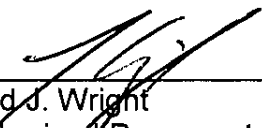
**ARTICLE IV**

Registered Agent and Registered Office

The name and the Florida street address of the registered agent and registered office of the Company is Fred J. Wright, 11300 N.W. 131<sup>st</sup> Street, Medley, FL 33178.

IN WITNESS WHEREOF, the undersigned executed these Articles of Organization on the 26 day of JANUARY, 2010.

By: \_\_\_\_\_

  
Fred J. Wright  
Authorized Representative of the  
Members

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

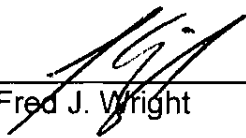
The name of the limited liability company is

**GPS TECHNOLOGY SOLUTIONS, LLC**

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

Fred J. Wright  
11300 N.W. 131<sup>st</sup> Street  
Medley, FL 33178

*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 the 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 in Chapter 608, F.S.*

By:   
Fred J. Wright

Date: 1/25/2010

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