

Division of Corporations

**L10000057673**Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**FLORIDA LIMITED LIABILITY CO.  
WORKING SMARTER TECHNOLOGIES, LLC**

Certificate of Status	1
Certified Copy	0
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**C. LEWIS**

MAY 28 2010

**EXAMINER**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
WORKING SMARTER TECHNOLOGIES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be WORKING SMARTER TECHNOLOGIES, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the initial principal office of the Company shall be 226 Valentino Court, Davenport, Florida 33837.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization or in the Company's operating agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are Naples-Lawdock, Inc., 1395 Panther Lane, Suite 300, Naples, Florida 34109.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except in accordance with such terms and conditions as are set forth in the Limited Liability Company Operating Agreement of the Company. A member may transfer its interest in the Company only as set forth in the Limited Liability Company Operating Agreement of the Company.

ARTICLE VI -- WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company only upon such terms as are set forth in the Limited Liability Company Operating Agreement of the Company.

ARTICLE VII -- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events specified in the Limited Liability Company Operating Agreement of the Company.

ARTICLE VIII -- MANAGEMENT

The Company shall be managed by Board of Managers in accordance with the Limited Liability Company Operating Agreement adopted by the members for the management of the business and affairs of the Company. This Limited Liability Company Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of

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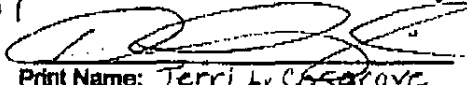
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QUARLES & BRADY

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organization at 226 Valentino Ct., on this 26 day of May 2010  
Davenport, FL 33837  
  
Print Name: Terri L. McGee  
As Authorized Representative

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being the person named in the articles of organization of **SMARTER TECHNOLOGIES, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of the position of registered agent.

Date: May 27, 2010

NAPLES LAWDOCK, INC.

By: 

Printed Name: TIMOTHY G. HAINS

Its: PRESIDENT