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300002073219--5

-01/30/97--01001--016

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

300002073219--5

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*****35.00 *****35.00

1

SmartGate LLC

(Corporation Name)

RUSH

2

(Corporation Name)

(Document #)

3

(Corporation Name)

(Document #)

File Second

4

(Corporation Name)

(Document #)

☒ Walk In

☐ Pick Up Time

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☐ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS

☐ Profit

☐ NonProfit

☒ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R A, Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

RECEIVED
JAN 23 PM 12:06

FILED
JAN 23 PM 4:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
SmartGate, L.C.**

FILED
97 JAN 23 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

NAME

The name of the Limited Liability Company shall be SmartGate, L.C. ("Company"). The principal place of business of the Company in Florida shall be Suite 854, 1800 Second Street, Sarasota, Florida 34236.

ARTICLE II

DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate no later than December 31, 2046, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III

PURPOSES AND POWERS

The general purpose for which the Company is organized is to manufacture and market safety sensing devices and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Samuel S. Duffey, Suite 854, 1800 Second Street, Sarasota, Florida 34236.

ARTICLE V

ADMISSION OF NEW MEMBERS AND TRANSFERABILITY OF INTERESTS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI

TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the unanimous consent of the remaining members, provided there are at least two (2) remaining members.


ARTICLE VII

MANAGEMENT

The Company shall be managed by managers in accordance with the regulations and Operating Agreement. The Company shall initially be managed by the following three (3) persons who shall serve as managers until the First Annual Meeting of the members or until their successors are elected and qualified.

<u>NAME</u>	<u>ADDRESS</u>
Stephen A. Michael	1800 Second Street, Suite 854 Sarasota, Florida 34236
Samuel S. Duffey	1800 Second Street, Suite 854 Sarasota, Florida 34236
Robert T. Roth	11100 Astronaut Blvd. Orlando, Florida 32837

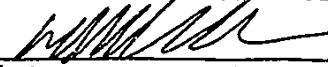
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Sarasota, Florida, for the foregoing uses and purposes this 21st day of January, 1997.


Stephen A. Michael

STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to (or affirmed) and subscribed before me this 21st day of January, 1997, by Stephen A. Michael.

NOTARY PUBLIC-State of Florida

Sign 
Print, Type or Stamp
Commissioned Name of Notary



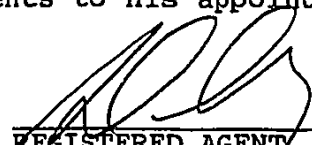
WILLIAM W. DOLAN
My Commission CC418482
Expires Oct. 25, 1998
Bonded by HAI
800-422-1555

(Seal)

Personally Known X OR Produced Identification _____
Type of Identification Produced:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of SMARTGATE, L.C., as the Registered Agent of this Limited Liability Company, hereby consents to his appointment as Registered Agent of the Company.


REGISTERED AGENT
SAMUEL S. DUFFEY

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SmartGate, L.C., deposes and says:

- 1) The above named Limited Liability Company has at least two members.
- 2) The total amount of cash contributed by the member(s) is \$ 525.00.
- 3) If any, the agreed value of property other than cash contributed by member(s) is \$ - 0 - .
- 4) The total amount of cash or property anticipated to be contributed by member(s) is \$ 525.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: 1-21-97


Affiant - SAMUEL S. Duffey

STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to (or affirmed) and subscribed before me this 21st
day of January, 1997, by SAMUEL S. Duffey.

NOTARY PUBLIC-State of Florida

sign 

Print, Type or Stamp
Commissioned Name of Notary

(Seal)



WILLIAM W. DOLAN
My Commission CC418482
Expires Oct. 25, 1998
Bonded by HAI
800-422-1885

Personally Known ☒ OR Produced Identification ☐
Type of Identification Produced: _____

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

FILED
97 JAN 23 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: SmartGate, L.C.
2. The name and address of the registered agent and office is:

Samuel S. Duffey

(Name)

1800 Second Street, Suite 854

(P.O. Box not acceptable)

Sarasota, Florida 34236

(City/State/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.


(Signature)

1-21-97
(Date)