

L9900003452

JACOBS & PETERS, P.A.

ATTORNEYS AT LAW

401 CENTRE STREET

THE HISTORIC POST OFFICE BUILDING

SECOND FLOOR

FERNANDINA BEACH, FLORIDA 32035

ARTHUR I. JACOBS  
ROBERT L. PETERS

OF COUNSEL  
E. CLINCH KAVANAUGH

TELEPHONE (904) 261-3693  
FAX NO (904) 261-7879

MAILING ADDRESS

POST OFFICE BOX 1110

FERNANDINA BEACH, FL 32035-1110

May 28, 1999

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-06/11/99--01107--001

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Secretary of State  
Corporate Division  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: AUTOMATION TECHNOLOGY, LLC., a Limited Liability Company

Dear Sir:

I am enclosing an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check for the filing of same.

Please file the original of the enclosed Articles of Incorporation and return a stamped copy to the undersigned.

Sincerely yours,

  
Arthur I. Jacobs

AIJ/bs

Enclosures

L99-3452

Name	AIJ
Availability	AIJ
Document	AIJ
Exhibit	AIJ
Updated	AIJ
Updated	AIJ
Verifies	AIJ
Acknowledgment	AIJ
W. P. Verifier	AIJ

200002890782--0  
-06/01/99--01067--004  
\*\*\*\*\*250.00 \*\*\*\*\*250.00

FILED  
99 JUN 1 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 7, 1999

ARTHUR JACOBS  
JACOBS & PETERS  
P.O. BOX 1110  
FERNINDINA BEACH, FL 32035-1110

SUBJECT: AUTOMATION TECHNOLOGY, LLC  
Ref. Number: W99000013158

We have received your document for AUTOMATION TECHNOLOGY, LLC and check(s) totaling \$250.00 of which \$250.00 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$35.00 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 199A00030688

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99 JUN 11 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 7, 1999

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Tammi Cline  
Document Specialist

Letter Number: 199A00030688

*Please process and express back in  
the enclosed express envelope. Thanks*

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99 JUN 11 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF**  
**AUTOMATION TECHNOLOGY, LLC,**  
**A LIMITED LIABILITY COMPANY**

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. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I**  
**NAME**

The name of the limited liability company shall be **AUTOMATION TECHNOLOGY, LLC, A LIMITED LIABILITY COMPANY**, and its principal place of business shall be **401 Centre Street, Second Floor, Fernandina Beach, County of Nassau, State of Florida**, and whose mailing address is **401 Centre Street, Second Floor, Fernandina Beach, Florida**, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE II**  
**PURPOSES AND POWERS**

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilized, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith

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TALLAHASSEE, FLA

or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

### ARTICLE III MEMBERSHIP

This company shall initially have two members. The membership may increase or decrease from time to time but shall never be less than two members. The names and addresses of the members are:

William G. Beard, Jr.  
401 Centre Street, Second Floor  
Fernandina Beach, Florida 32034

Martha R. Beard  
401 Centre Street, Second Floor  
Fernandina Beach, Florida 32034

### ARTICLE IV CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$2,000.00 cash shall be paid to the limited liability company by William G. Beard, Jr.. Additional contributions will be made as required for investments purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

### ARTICLE V PROFITS AND LOSSES

(a) Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a percentage equal to the percentage of their contribution. The distributive share of the profits shall be determined and paid to the members December 31st of each year commencing December 31, 1999.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in equal shares.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI  
LIMITED LIABILITY COMPANY POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by an unanimous vote of the members of the limited liability company.

**ARTICLE VII  
DURATION**

This limited liability company shall exist until December 1, 2025, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE VIII  
MANAGEMENT**

This limited liability company shall be managed by **William G. Beard, Jr.** 401 Centre Street, Second Floor, Fernandina Beach, Florida 32034, a managing member, who shall serve until his death, retirement, adjudication of insanity or incompetency or receipt of debtor relief under bankruptcy laws. If he shall fail to serve for any reason, then **Martha R. Beard** shall serve as successor general manager until the next annual meeting of members or until his successor is appointed.

**ARTICLE IX  
INITIAL REGISTERED OFFICE AND  
REGISTERED AGENT**

The address of the initial registered office and the principal office of the limited liability company **401 Centre Street, Second Floor, Fernandina Beach, Florida 32034** and the name of its initial registered agent at such address is **Arthur I. Jacobs**.

**ARTICLE X  
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the proposed Articles of Organization of **AUTOMATION TECHNOLOGY, LLC, INC.**

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90 JUN 11 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Executed by the undersigned at Fernandina Beach, Florida on May 28, 1999.

Brenda Skinner  
Witness

\_\_\_\_\_  
Witness

William G. Beard, Jr.  
William G. Beard, Jr.

FILED  
09 JUN 11 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this May 28, 1999 by William G. Beard, Jr.  
who is personally known to me or who has produced \_\_\_\_\_ as identification.

*Brenda G. Stivers*  
\_\_\_\_\_  
Notary Public



Brenda G. Stivers  
MY COMMISSION # 00612618 EXPIRES  
February 28, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
99 JUN 11 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



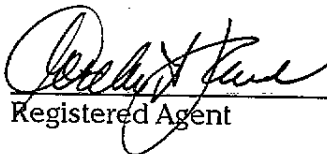
CERTIFICATE DESIGNATING AGENT  
UPON WHOM PROCESS MAY BE SERVED

*of North Florida*  
AUTOMATION TECHNOLOGY, LLC, INC., A LIMITED LIABILITY COMPANY, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Organization, at Nassau County, Florida, has named Richard Erickson as its registered agent to accept service of process within this state, who is located at the following registered office:

Arthur I. Jacobs, Esquire  
401 Centre Street, Second Floor  
Fernandina Beach, Florida 32034

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of said section relative to keeping open the registered office.

  
Registered Agent

FILED  
09 JUN 11 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF WALTER HARMON ALDRED, III**  
**MANAGER OF AUTOMATION TECHNOLOGY<sup>of North Florida</sup>, LLC, INC.**  
**A LIMITED LIABILITY COMPANY**

STATE OF FLORIDA  
COUNTY OF NASSAU

BEFORE ME this day personally appeared William G. Beard, Jr., who is personally known to me and who, being duly sworn, states:

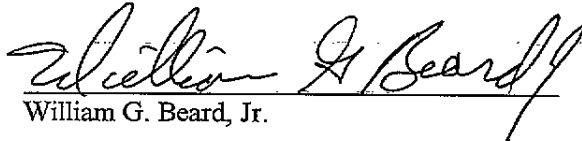
1. He is the manager of AUTOMATION TECHNOLOGY<sup>of North Florida</sup>, LLC, INC., A LIMITED LIABILITY COMPANY.

2. AUTOMATION TECHNOLOGY<sup>of North Florida</sup>, LLC, INC., A LIMITED LIABILITY COMPANY has two members as set out in the Articles of Organization.

3. The capital contribution is of the members are as follows:

William G. Beard, Jr.	\$1,000.00
Martha R. Beard	\$1,000.00

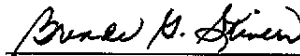
none anticipated

  
William G. Beard, Jr.

Sworn to and subscribed before me this 28<sup>th</sup> day of May, 1999.



**Brenda G. Stivers**  
MY COMMISSION # CC512618 EXPIRES  
February 28, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.

  
Notary Public

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99 JUN 11 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA