

**James W. Gordon**

660 Northeast 56th Court Ft. Lauderdale, Florida 33334 - 954-772-2202

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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August 8, 1997

New Filings Department  
Division of Corporations  
Florida Secretary of States Office  
PO Box 6327  
Tallahassee, FL 32314

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-08/11/97--01047--021  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern,

Enclosed please find an original and one copy of the Articles of Incorporation for ACCESS CONTROLS, INC. to be processed as a new filing. A check in the amount of \$70.00, along with a stamped self-addressed envelope is enclosed for your convenience.

Please include any documentation or information regarding the filing for a Federal Tax Identification Number.

I appreciate your time and attention to this matter. Should you have any further questions, please do not hesitate to call me at the above telephone number.

Sincerely,

*Jim Gordon*  
Jim Gordon

**ENCLOSURES:**

Cover Letter  
One original and one copy of the Articles of Incorporation  
Check in the amount of \$70.00  
Stamped, self-addressed return envelope

RP  
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# ARTICLES OF INCORPORATION

of

## ACCESS CONTROLS, INC.

\*\*\*\*\*

WE, the undersigned, for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, hereby make, subscribe and acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation; and to that end we do, by these Articles, set forth:

### ARTICLE I - NAME

The name of the corporation is: **ACCESS CONTROLS, INC.**

### ARTICLE II - PURPOSE

The general nature of the business and the objects and purpose to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the statutes of the State of Florida, and to do any and all things as fully and to the same extent as natural persons might or could do, and in addition, to wit:

- A.) To engage in the business of providing security devices and software applications to facilitate such security devices in all aspects of commerce, both public and private.
- B.) To carry on the business of a holding company and to purchase and acquire any mercantile or commercial business, trade or enterprise permitted by the laws of the State of Florida, and to own, operate, hold, maintain, use, sell or otherwise dispose of the same. To enter into or engage in any such business, trade or enterprise;
- C.) To engage in the sales and commission business in the representation of factories, wholesalers and businesses which require the use and service of a sales and commissions agency, and to do all things necessary in connection with the operation of a sales and commission agency, as well as to engage in other similar and allied businesses incidental to a sales and commission agency, which said agency may operate both within and without of the State of Florida;
- D.) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all

powers which a co-partnership or natural person could do and exercise and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied.

### **ARTICLE III - CAPITAL STOCK**

The stock of this corporation shall be divided into 500 shares at \$1 par value. All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; labor or services may be purchased or paid for, with capital stock, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. The amount of capital which this corporation shall begin business shall be no less than Five Hundred (\$500.00) dollars.

### **ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The principal place of business of said corporation shall be at 660 NE 56<sup>th</sup> Court, Fort Lauderdale, Florida 33334 with the privilege of having such branch offices within and without the State of Florida. The street address of the Corporation's initial registered office shall be at 660 N.E. 56<sup>th</sup> Court, Fort Lauderdale, Florida 33334 and James W. Gordon shall be the initial registered agent whose office is at said address. The registered agent by affixing his signature to these Articles of Incorporation states that he is here by familiar with and accepts the duties and responsibilities as registered agent for this corporation.

### **ARTICLE V - DURATION**

The corporation shall have perpetual existence.

### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The name and post office address of the first Board of Directors of the corporation who shall hold office for the first year, or until successors are chosen, shall be:

JAMES W. GORDON  
660 NE 56<sup>TH</sup> COURT  
FT. LAUDERDALE, FL 33334

Director

LINDA K. GORDON  
660 NE 56<sup>TH</sup> COURT  
FT. LAUDERDALE, FL 33334

Director

DOUGLAS C. PAYNE  
5501 RAVENWOOD DRIVE  
SARASOTA, FL 34243

Director

JOYCE R. PAYNE  
5501 RAVENWOOD DRIVE  
SARASOTA, FL 34243

Director

The number of directors of this corporation shall be not less than one (1), nor more than seven (7).

#### ARTICLE VII - INTIAL OFFICERS

The name and office address of the President, Vice President, Secretary and Treasurer, who shall hold office until his successors are elected or appointed or have qualified, are:

JAMES W. GORDON  
660 NE 56<sup>TH</sup> COURT  
FT. LAUDERDALE, FL 33334

President  
Secretary

LINDA K. GORDON  
660 NE 56<sup>TH</sup> COURT  
FT. LAUDERDALE, FL 33334

Vice President

DOUGLAS C. PAYNE  
5501 RAVENWOOD DRIVE  
SARASOTA, FL 34243

Vice President

JOYCE C. PAYNE  
5501 RAVENWOOD DRIVE  
SARASOTA, FL 34243

Vice President


#### ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer(s) or director(s) or any former officer(s) or director(s), to the full extent permitted by law.

**ARTICLE IX - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged to be filed in the office of the Secretary of State, the foregoing Articles of Incorporation, on this 8<sup>th</sup> day of August, 1997.

 (SEAL)  
JAMES W. GORDON

STATE OF FLORIDA            )  
  ) Ss.  
COUNTY OF BROWARD        )

BEFORE ME, the undersigned authority, personally appeared JAMES W. GORDON and he acknowledged before me that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at 1729 E. Commercial Blvd Broward County, Florida, this 8 day of August, 1997.

  
NOTARY PUBLIC,  
State of Florida at Large



Nancy E. Bernstein  
MY COMMISSION # CC590900 EXPIRES  
November 5, 2000  
BONDED THRU TROY FARM INSURANCE, INC.

My commission Expires: 11/05/00

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