



4501 NORTH TAMiami TRAIL
SUITE 208
NAPLES, FLORIDA 34103

RANDY E. MERRILL, P.A.
A PROFESSIONAL LEGAL CORPORATION

TELEPHONE: (941) 261-6767
FACSIMILE: (941) 263-7054
E-MAIL: randymerrill@naplesnet.com

October 23, 1998

Via Federal Express

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Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
98 OCT 26 PM 12:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Incorporation of LOCKNESS, INC.

Dear Sir or Madam:

Enclosed please find the original and two copies of the Articles of Incorporation and Agent's Appointment and Acceptance for LOCKNESS, INC., as well as our firm check in the amount of \$78.75. We have also enclosed an addressed/stamped envelope for return of one copy of the articles as well as your letter of receipt.

Thank you for your assistance in this matter. If you should have any questions or comments, please do not hesitate to contact our office at (941) 261-6767.

Sincerely,

RANDY E. MERRILL, ESQ., P.A.

Elizabeth Mikolajczyk
Elizabeth Mikolajczyk

/eam

enclosures: (8)

cc: LOCKNESS, INC.

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ARTICLES OF INCORPORATION
OF
LOCKNESS, INC.

FILED
98 OCT 26 PM 12:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME

THE NAME OF THIS CORPORATION SHALL BE: LOCKNESS, INC.

ARTICLE II

DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III

PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF SERVING THE CONSTRUCTION INDUSTRY AND FOR THE PURPOSE OF TRANSACTING ANY AND ALL OTHER LAWFUL BUSINESS.

ARTICLE IV

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF \$ 1.00 PAR VALUE COMMON STOCK.

ARTICLE V

PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO-RATA SHARE (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VI
REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS 4501 NORTH TAMiami TRAIL, SUITE 208, NAPLES, FLORIDA 34103, AND THE NAME OF THE REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS RANDY E. MERRILL, ESQ.

ARTICLE VII
PRINCIPAL OFFICE

THE MAILING ADDRESS AND STREET ADDRESS OF THE PRINCIPAL OFFICE IS 3066 30TH COURT, JUPITER, FLORIDA 33477.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

THE CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BYLAWS, BUT SHALL NEVER BE LESS THAN ONE NOR MORE THAN THIRTY-FIVE.

THE NAMES AND ADDRESSES OF THE INITIAL DIRECTORS OF THIS CORPORATION ARE:

GARLAND RAY WEIS
3066 30TH COURT
JUPITER, FL 33477

DENISE MARIE MRKONJA
3066 30TH COURT
JUPITER, FL 33477

ARTICLE IX
INCORPORATOR

THE NAMES AND ADDRESSES OF THE INITIAL INCORPORATORS OF THE CORPORATION ARE:

GARLAND RAY WEIS
3066 30TH COURT
JUPITER, FL 33477

DENISE MARIE MRKONJA
3066 30TH COURT
JUPITER, FL 33477

ARTICLE X

GENERAL PROVISIONS

(A) THE PRIVATE PROPERTY OF THE STOCKHOLDERS SHALL NOT BE SUBJECT TO THE PAYMENT OF ANY CORPORATE DEBTS TO ANY EXTENT WHATSOEVER.

(B) SUBJECT TO THE PROVISIONS AND CONDITIONS OF THIS ARTICLE, THE CORPORATION SHALL HAVE THE FULL POWER AND LAWFUL AUTHORITY TO ACCEPT PROPERTY, LABOR AND SERVICES IN PAYMENT FOR SHARES OF ITS CAPITAL STOCK IN LIEU OF CASH, AT JUST VALUATION TO BE FIXED BY ITS BOARD OF DIRECTORS.

(C) A DIRECTOR OF THE CORPORATION MAY TRANSACT BUSINESS, BORROW, LEND OR OTHERWISE DEAL OR CONTRACT WITH THE CORPORATION TO THE FULL EXTENT AND SUBJECT ONLY TO THE LIMITATIONS AND PROVISIONS OF THE LAWS OF THE STATE OF FLORIDA AND LAWS OF THE UNITED STATES.

(D) THE CORPORATION SHALL INDEMNIFY EACH DIRECTOR AND OFFICER OF THE CORPORATION AGAINST ALL OR ANY PORTION OF ANY EXPENSES REASONABLY INCURRED BY HIM IN CONNECTION WITH OR ARISING OUT OF ANY ACTION, SUIT OR PROCEEDING IN WHICH HE MAY BE INVOLVED, BY REASON OF HIS BEING OR HAVING BEEN AN OFFICER OR DIRECTOR OF THE CORPORATION (WHETHER OR NOT HE CONTINUES TO BE AN OFFICER OR DIRECTOR AT THE TIME OF INCURRING SUCH EXPENSES), TO THE FULL EXTENT PERMITTED BY AND SUBJECT ONLY TO THE LIMITATIONS AND PROVISIONS OF THE LAWS OF THE STATE OF FLORIDA AND LAWS OF THE UNITED STATES.

IN WITNESS WHEREOF, THE UNDERSIGNED, GARLAND RAY WEIS AND DENISE MARIE MRKONJA, HAVE MADE AND SUBSCRIBED THESE ARTICLES OF INCORPORATION FOR THE USES AND PURPOSES AFORESAID, ON THIS 23RD DAY OF October, 1998.


GARLAND RAY WEIS

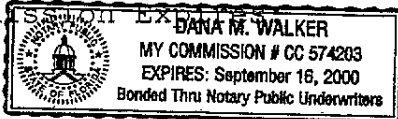
STATE OF FLORIDA
COUNTY OF COLLIER

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS
23rd DAY OF October, 1998, BY GARLAND RAY WEIS,
WHO IS _____ PERSONALLY KNOWN TO ME OR ☒ WHO PRODUCED
IDENTIFICATION
DRIVERS LICENSE # W200-296-60-425-0 AND WHO DID
TAKE AN OATH.

Dana M. Walker
NOTARY PUBLIC

DANA M. WALKER
PRINT NAME OF NOTARY

My Commission Expires:
{SEAL}



Denise Marie Mrkonja
DENISE MARIE MRKONJA

STATE OF FLORIDA
COUNTY OF COLLIER

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS
23rd DAY OF October, 1998, BY DENISE MARIE
MRKONJA, WHO IS _____ PERSONALLY KNOWN TO ME OR ☒ WHO
PRODUCED IDENTIFICATION
DRIVERS LICENSE # M625 173 54 518 0 AND WHO DID
TAKE AN OATH.

Dana M. Walker
NOTARY PUBLIC

DANA M. WALKER
PRINT NAME OF NOTARY

My Commission Expires:
{SEAL}



AGENT'S APPOINTMENT AND ACCEPTANCE

WE, GARLAND RAY WEIS AND DENISE MARIE MRKONJA, THE INCORPORATORS OF LOCKNESS, INC., DO HEREBY UNANIMOUSLY APPOINT RANDY E. MERRILL, ESQ. AS REGISTERED AGENT, FOR SERVICE OF PROCESS OF LOCKNESS, INC.

Garland Ray Weis

GARLAND RAY WEIS

STATE OF FLORIDA

COUNTY OF COLLIER

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 23rd DAY OF October, 1998, BY GARLAND RAY WEIS, WHO IS _____ PERSONALLY KNOWN TO ME OR ✓ WHO PRODUCED IDENTIFICATION DRIVERS LICENSE # W200 296 60 4250 AND WHO DID TAKE AN OATH.

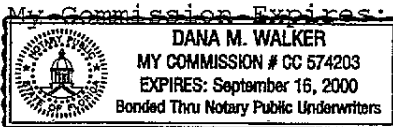
Dana M. Walker

NOTARY PUBLIC

DANA M. WALKER

PRINT NAME OF NOTARY

{SEAL}



Denise Marie Mrkonja

DENISE MARIE MRKONJA

STATE OF FLORIDA

COUNTY OF COLLIER

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 23rd DAY OF October, 1998, BY DENISE MARIE MRKONJA, WHO IS _____ PERSONALLY KNOWN TO ME OR ✓ WHO PRODUCED IDENTIFICATION DRIVERS LICENSE # M625 173 545180 AND WHO DID TAKE AN OATH.

Dana M. Walker

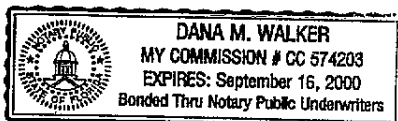
NOTARY PUBLIC

DANA M. WALKER

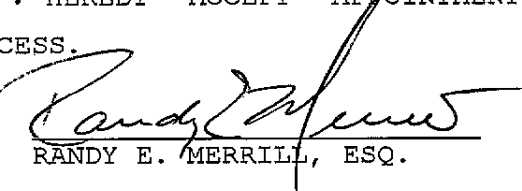
PRINT NAME OF NOTARY

{SEAL}

My Commission Expires:



I, RANDY E. MERRILL, ESQ.,. HEREBY ACCEPT APPOINTMENT AS
REGISTERED AGENT FOR SERVICE OF PROCESS.

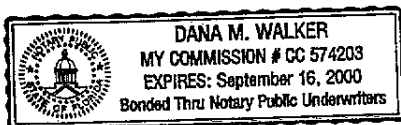

RANDY E. MERRILL, ESQ.

STATE OF FLORIDA

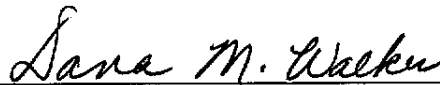
COUNTY OF COLLIER

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 23rd
DAY OF October, 1998, BY RANDY E. MERRILL, WHO IS
PERSONALLY KNOWN TO ME AND WHO DID TAKE AN OATH.

{SEAL}



My Commission Expires:



NOTARY PUBLIC

DANA M. WALKER

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