nelnet 3015 South Parker Road, Suite 400 Aurora, CO [illegible]-2906 p 303.696.3699 www.nelnet.net Nelnet Corporation

F02000005690

September 24, 2002

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-09/25/02--01076--013
*****78.75 *****78.75

Mr. Lee Rivers
Document Specialist
Secretary of State
Division of Corporations, Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Application by Foreign Corporation for Authorization
to Transact Business in Florida, Nelnet, Inc.

Dear Mr. Rivers:

W02-27933

Enclosed are the following items:

1) A Nelnet, Inc. Application by Foreign Corporation for Authorization to Transact Business in Florida with original signatures of Edward P. Martinez.

2) The original Nevada Certificate of Good Standing requested by your office.

3) Nelnet check number 002433 in the amount of $78.75 to cover the application filing fee and one Certified Copy to be returned to my attention at the above address. *Please note that our office is located in Aurora, Colorado and do not return the Certified Copy to the address on the check.*

4) A completed Transmittal Letter.

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DIVISION OF CORPORATIONS
02 NOV 13 PM 1:21

Please feel free to contact me at your convenience if I may be of any further assistance in this matter.

Sincerely,

Peggy Lynch

Peggy Lynch
Legal Assistant

LR 11/14

Enclosures (4)
By: UPS Next Day Air, Airbill # 5699 1597

10p

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Nelnet, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Peggy Lynch, Legal Assistant
(Name of Person)

Nelnet Corporation
(Firm/Company)

3015 South Parker Road, Suite 400
(Address)

Aurora, CO 80014
(City/State and Zip code)

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For further information concerning this matter, please call:

Peggy Lynch at (303) 696.5404
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ $70.00 Filing Fee
- ☐ $78.75 Filing Fee & Certificate of Status
- ☒ $78.75 Filing Fee & Certified Copy
- ☐ $87.50 Filing Fee, Certificate of Status & Certified Copy

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 26, 2002

PEGGY LYNCH, LEGAL ASSISTANT
NELNET
3015 SOUTH PARKER ROAD, SUITE 400
AURORA, CO 80014-2906

SUBJECT: NELNET, INC.
Ref. Number: W02000027933

We have received your document for NELNET, INC. and your check(s) totaling $78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

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DIVISION OF CORPORATIONS
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Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 702A00054604

nelnet
13015 SOUTH PARKER ROAD, SUITE 400
AURORA, CO 80014-2906
p 303.696.3699
www.nelnet.net
NELNET, INC.

October 24, 2002

Mr. Lee Rivers
Document Specialist
Secretary of State
Division of Corporations, Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Application by Foreign Corporation for Authorization
to Transact Business in Florida, Nelnet, Inc.

Dear Mr. Rivers:

Enclosed is a copy of the rejection letter I received from your office dated September 26, 2002, letter number 702A00054604, that states that the Nelnet, Inc. name is unavailable. Marcia in the Florida Department of State office advised me today that the Florida database shows the Nelnet, Inc. name unavailable due to the fact that it is being used by Nelnet Corporation.

Please be advised Nelnet, Inc. and Nelnet Corporation are under common ownership. For your reference, I am attaching copies of the Nelnet, Inc, and the Nelnet Corporation current Nevada Certificates of Good Standing along with a copy of the original paperwork I submitted on September 24, 2002 pertaining to the Application for Authority to Transact Business for Nelnet, Inc.

Nelnet Corporation was qualified to transact business in the State of Florida on May 6, 2002 with the assigned document number F02000002206. We are now seeking to qualify Nelnet, Inc. to transact business as a separate business entity in the state of Florida as well.

If this letter provides satisfactory information to proceed, please return a qualification letter to my attention. *Please note that our office is located in Aurora, Colorado and do not return the qualification letter to the address on the check.* Feel free to contact me if you require any further information in order to process this request.

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DIVISION OF CORPORATIONS
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Sincerely,

Peggy Lynch

Peggy Lynch
Legal Assistant

Enclosures
By: UPS Next Day Air

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 29, 2002

PEGGY LYNCH, LEGAL ASSISTANT
NELNET
3015 SOUTH PARKER ROAD, SUITE 400
AURORA, CO 80014-2906

SUBJECT: NELNET, INC.
Ref. Number: W02000027933

We have received your document for NELNET, INC. and your check(s) totaling $78.75. However, the document has not been filed and is being retained in this office for the following:

Thank you for your letter of October 24, 2002, a copy of which is enclosed. Although the two entities in question are under common ownership, this most recent filing still cannot be completed without NELNET, INC. adopting a name for use in Florida. Names on our records must be considered distinguishable from one another even when the corporate suffixes are dropped: in this case we are left with NELNET and NELNET. Because these two identical names are indistinguishable, NELNET, INC. must adopt a name for use in Florida. Enclosed is a blank resolution form for this purpose.

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DIVISION OF CORPORATIONS

Please return your document, along with a copy of this letter, within 60 days or *your filing will be considered abandoned.*

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 602A00059335

National Education
Loan Network, Inc

nelnet

3015 SOUTH PARKER ROAD, SUITE 400
AURORA, CO 80014-2906
p 303.696.3699
www.nelnet.net
NELNET, INC.

November 12, 2002

Mr. Lee Rivers
Document Specialist
Secretary of State
Division of Corporations, Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Nelnet, Inc., Reference Number W02000027933

Dear Mr. Rivers:

Enclosed is a signed Resolution of Board of Directors to adopt the name, "Nelnet Education Loan Network, Inc." in place of "Nelnet, Inc." for use in the state of Florida, along with the requested copy of the letter I received from your office dated October 29, 2002. If this Resolution provides satisfactory information to proceed, please return a qualification letter to my attention at the above address. *Please note that our office is located in Aurora, Colorado and do not return the qualification letter to the address on the check we previously sent.* Feel free to contact me at your convenience if there is any further information you require in order to process this request.

Sincerely,

Peggy Lynch

Peggy Lynch
Legal Assistant

Enclosures (2)
By: UPS Next Day Air, Airbill #

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DIVISION OF CORPORATIONS
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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Edward P. Martinez, do hereby certify
(Name)

that this Resolution of the Board of Directors of Nelnet, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada,

was duly adopted on October 23, 2002.

Be it resolved, that Nelnet, Inc.,
(Corporate Name)

organized and existing in the State of Nevada, hereby adopts the name

National Education Loan Network, Inc. for use in Florida.

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DIVISION OF CORPORATIONS
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Dated: November 6, 2002

Edward P. Martinez
Signature of either Chairman, Vice Chairman or any officer

Edward P. Martinez
Type or print name

no conflict w/ P-53930

Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

INHS19(1/00)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Nelnet, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Nevada
(State or country under the law of which it is incorporated)

3. 47-0828363
(FEI number, if applicable)

4. January 26, 2000
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 6420 Southpoint Parkway, Jacksonville, FL 32216
(Principal office address)

6420 Southpoint Parkway, Jacksonville, FL 32216
(Current mailing address)

8. To transact any lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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DIVISION OF CORPORATIONS
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9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Edward P. Martinez c/o Human Resources

Office Address: 6420 Southpoint Parkway

Jacksonville, Florida 32216
(City) (Zip code)

10. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Edward P. Martinez
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. **Names and business addresses of officers and/or directors:**

A. DIRECTORS

Chairman: Michael S. Dunlap

Address: 6801 South 27th Street

Lincoln, NE 68512

Vice Chairman: Stephen F. Butterfield

Address: 6991 East Camelback Road, Suite B-290

Scottsdale, AZ 85251

Director:

Address:

Director:

Address:

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DIVISION OF CORPORATIONS
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B. OFFICERS

President: Michael S. Dunlap

Address: 6801 South 27th Street

Lincoln, NE 68512

Vice President:

Address:

Secretary: Edward P. Martinez

Address: 6420 Southpoint Parkway, Jacksonville, FL 32216

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Edward P. Martinez, Secretary Edward P. Martinez
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE

STATE OF NEVADA

CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **NELNET, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 27, 2000, and is in good standing in this state.

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DIVISION OF CORPORATIONS
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IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 11, 2002.

Dean Heller

DEAN HELLER
Secretary of State

By

Certification Clerk