NATIONSCORP. RECESTERED AGENTS, INC. 526 East Avenue Suit 200 Tallahass OFFICE U ONLY (Docum (Requestor's Name) 700001603037 -10/06/95--01092--013 \*\*\*\*\*70.00 \*\*\*\*\*70.00 (Address) (City, State, Zip) (Phone #) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Corporation Name) (Corporation Name) (Document #) Pick up time Walk in Certified Copy Will wait Certificate of Status Mail out Photocopy NEW FILINGS AMENDMENTS Amendment Profit Resignation of R.A., Officer/Director NonProfit Limited Liability Change of Registered Agent 本 の 2001-6 PH12:47 Dissolution/Withdrawal Domestication Merger Other OTHER FILNGS REGISTRATION/ QUALIFICATION -Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

#### \*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:

	RED NETWORKS SOUTHEAST, INC Corporation: the word "INCOF		DANY IL OF IICOPPO	PATIO	NII or
words or al	breviations of like import in lar	nguage, as will clear	ly indicate that it is	a corpo	oration
instead of a	natural person or partnership	if not so contained	in the name at pres	ent.)	
2. DELAWA	RE				
<del></del>	(State or country under the law	w of which it is inco	porated)		
3. 8-24-9	5	4.	PERPETUAL		
(Date o	of Incorporation)		(Duration)		
5.	Applied For				
	(Federal Employer Id	entification number,	if applicable)		
UDON	QUALIFICATION				
0	ransacted business in Florida.	See sections 607.1	501 607 1502 and	817 15	
•			•	017.10	, i .G.,
7. 5300	Oakbrook Parkway, Suite 320		10093		
	(Current ma	ailing address)			
A pagi	ng and communication service	es			
	purpose and nature of busines		aged in Florida)		
				56	¥SE SE
9. Names	and addresses of officers and	or directors:		007	102 CD2 CD2
A. Dire	otore:			6	
	SEE ATTACHED L	IST		Ġ	100
Address:		* **		<u>122</u>	ST ST
				L 7	
		•			<del>- 23</del>
Vice Chairn	nan:	<del></del>			_
Address:					
		· · · · · · · · · · · · · · · · · · ·	<del></del>		
Director:					
Address:					
ridul 635.					
Director:				- <del></del>	
Address:					

B. Offic		
President:	SEE ATTACHED LIST	
Address:		
Vice Presid	ent:	
Address:		
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
Secretary:		
Address:		
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Address:		
Addiess.		
		······································
(If needed, directors.)	you may attach an addendum to the application listing additions	al officers and/or
u,		
10. Name	and Street address of Florida registered agent:	
	Name: NationsCorp Registered Agents, Inc.	
0	fice Address: 526 E. Park Ave., Suite 200	
	Tallahassee ,Florida	32301
		Zip Code
11. Regis	stered agent's acceptance:	
	ng been named as registered agent and to accept service of pro	ocess for the above
stated corp	oration at the place designated in this application, I hereby acce	ept the appointmen
as registere	ed agent and agree to act in this capacity. I futher agree to com	ply with the
	of all statutes relative to the proper and complete performance of with and accept the obligations of my position as registered age	
	. , /	
Reg	istered agent's signature: Attly B. Han	
J	778	
	ned is a certificate of existence duly authenticated, not more that	
delivery of having cus	this application to the Department of State, by the Secretary of Stody of corporate records in the jurisdiction under the law of whi	State or other official ich it is incorporate
10		
13. (Signatur	e of Chairman, Vice Chairman, or any officer listed in number 9 of	of the application)
<b>.</b> A		laki
14. <u>Na</u>	(Name and capacity of person signing application)	1911048

### PREFRRED NETWORKS SOUTHEAST, INC.

**GFFICERS** 

Officer/CEO Mark H. Dunaway 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

Officer/CFO Kim Smith Hughes 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

Officer/Secretary Mary Ann Haskins 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

**DIRECTORS** 

Director Mark H. Dunaway 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

Director Michael J. Saner 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

Director Robert Van Degna 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

Director Jeffrey H. Schutz 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

Director William H. Bang 5300 Oakbrook Parkway, Suite 320

Norcross, Georgia 30093

## State of Delaware

#### PAGE 1

# Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "PREFERRED NETWORKS SOUTHEAST, INC."
IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND
IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR
AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF
OCTOBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PREFERRED NETWORKS SOUTHEAST, INC." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF AUGUST, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
OF OFFICED



Edward J. Freel, Secretary of State

2536834 8300

AUTHENTICATION:

7663192

950227421

DATE:

10-03-95

Preferred Networks, Inc.

April 11, 1997

### YIA REGULAR MAII

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

Re:

Preferred Networks Southeast, Inc.

Ref. Number: F95000004847

#### Dear Sir/Madam:

This will acknowledge receipt of your correspondence dated April 1, 1997. Enclosed please find check No. 111476 in the amount of \$35.00, the certified copy fee to file articles of dissolution or a certificate of withdrawal.

If you have any questions or comments with regards to this matter, please do not hesitate to call.

Very truly yours,

Renee D. Allen Secretary

/rda ltr-519

Enclosures:

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582

850 Center Way ◆ Norcross, Georgia 30071 Telephone 770/582-3500 ◆ Facsimile 770/582-3501



# FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 1, 1997

TOI HINES, LEGAL SECRETARY PREFERRED NETWORKS, INC. 850 CENTER WAY NORCROSS, GA 30071

SUBJECT: PREFERRED NETWORKS SOUTHEAST, INC.

Ref. Number: F95000004847

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Chapters 607 and 617, Florida Statutes, do not provide for the filing of Articles of Merger between two foreign corporations. Therefore, a withdrawal application should be filed for any foreign corporation which is no longer transacting business in Florida due to a merger. See the attached for fee information.

The fee to file articles of dissolution or a certificate of withdrawal is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Letter Number: 497A00016317

Thelma Lewis
Corporate Specialist Supervisor

4-24-97

Dear Ms. Allen:

We received your check in the amount of \$35. However, the withdrawal application was not completed. We are returning the form, please complete and return it to this office.

STELVED 97 L.Y -5 AN 8: B3 EIVISICH OF CORPORATIONS

# Preferred Networks, Inc.

March 28, 1997

### YIA REGULAR MAIL

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

Re: 1997 Corporation Annual for Preferred Networks Southeast, Inc., ("PNSE")

Dear Sir/Madam:

The above named corporation merged with Preferred Networks, Inc., ("PNI"), a Delaware corporation, on December 19, 1996, with PNI as the surviving corporation. A copy of the certificate of merger issued by the Secretary of State of Delaware is enclosed for your review.

PNI is qualified to do business as a foreign corporation in the State of Georgia; Corporate No. 9430686. Please correct your records to indicate that PNSE was merged out of existence.

If you have any questions or comments with regards to this matter, please do not hesitate to call.

Very truly yours,

Toi Hines

Legal Secretary

/teh

Enclosure:

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA
Preferred Networks Southeast, Inc. 5
(Name of Corporation)
(Incorporated Under Laws Of)
This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.  This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.  The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.
_850 Center Way (Mailing Address)
Norcross, Georgia 30071 (City/State/Zip)
The corporation agrees to notify the Department of State in the future of any change in its mailing address.

MARK B. TONES
Typed or printed name

Vill Crentis of Loyal Affairs

1/28/97
Date