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LAW OFFICE OF SUZANNE C. QUINONEZ, P.A.

2747 Blanding Boulevard, Suite 104  
Post Office Box 130 (ZIP: 32050-0130)  
Middleburg, FL 32068  
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Fax (904) 282-6076  
scquinonez@aol.com

January 2, 2002

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

RE: NoCu Networks, LLC  
Articles of Organization

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02 JAN -7 AM 10:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

In connection with the above referenced matter, enclosed please find originals and copy of the Articles of Organization together with check in the amount of \$155.00 as follows:

Filing Fee	\$ 100.00
Registered Agent Fee	25.00
Certified copy of Articles	<u>30.00</u>
Total	\$ 155.00

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\*\*\*\*155.00 \*\*\*\*155.00

Please file the Articles and return a certified copy to this office.

Thank you for your prompt attention to this matter.

Sincerely,

LAW OFFICE OF  
SUZANNE C. QUINÓNEZ, P.A.

*Suzanne C. Quinónez*  
Suzanne C. Quinónez  
For the Firm

SCQ:dw  
Enclosures  
cc: The VeriCom Group, LLC  
Dean Eisold

L02-688  
OK

ARTICLES OF ORGANIZATION  
OF  
NoCu Networks, LLC

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ARTICLE I  
Name of Company

NoCu Networks, LLC

ARTICLE II  
Business of Organization

The limited liability company may engage in the business of providing wireless communication services and equipment and may also engage in any other lawful activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
Principal Place of Business

The principal place of business of the limited liability company shall be: 13765 Sandy Creek Drive, Jacksonville, FL 32224, and the mailing address shall be the same.

ARTICLE IV  
Duration

The existence of this limited liability company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and thereafter it shall have perpetual existence.

ARTICLE V  
Member-Managed Company

The limited liability company shall be managed by its members. The names and addresses of the initial members are: The VeriCom Group, LLC, 13765 Sandy Creek Drive, Jacksonville, FL 32224 and Dean Eisold, 5438 Tierra Verde Lane, Jacksonville, FL 32258. The members shall manage the limited liability company by majority-in-interest of the members as

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TALLAHASSEE, FLORIDA

defined under Section 608.402 (17), Florida Statutes, unless otherwise provided in the Operating Agreement.

#### ARTICLE VI

##### Organization, Control and Structure of Company

The organization, control and structure of the limited liability company, other than specified herein, shall be governed and controlled by the Operating Agreement entered by the initial members, as may be amended from time to time by the then existing members as set forth in said Operating Agreement.

#### ARTICLE VII

##### Registered Agent

The street address of the limited liability company's initial registered office is 2747 Blanding Blvd. Suite 104, Middleburg, Florida, 32068 and the initial registered agent at that office is Suzanne C. Quinonez, whose acceptance is set forth at the end of these Articles.

#### ARTICLE VIII

##### Indemnification

The limited liability company shall indemnify its members and agents to the full extent permitted by law.

#### ARTICLE IX

##### Compensation

The members shall have the power to set the amount, if any, of the compensation to be paid to the members of the limited liability company.

#### ARTICLE XI

##### Members' Right To Continue Business

Unless otherwise provided in the Operating Agreement, the death of a member shall not be an event causing termination of the limited liability company. The interest of a

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deceased member may be inherited or bequeathed and the recipient thereof shall become a member subject to the rights of the remaining member to elect to continue the business. Unless otherwise provided in the Operating Agreement, the filing for bankruptcy by a member shall terminate the bankrupt member's interest in the limited liability company. The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by the unanimous vote of the remaining members; provided that there is at least one remaining member.

ARTICLE XII  
Authorized Representative/ Member

The name and street address of the person signing these Articles of Organization as the authorized representative of the limited liability company and as a member are as follows:

<u>Name</u>	<u>Address</u>
William Patrick Fisher	836 Westminster Drive Orange Park, FL 32073

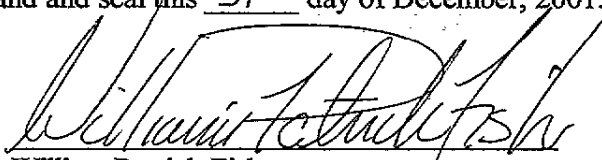
ARTICLE XIII  
Amendment

This limited liability company reserves the right to amend, alter, repeal any provision contained in these Articles of Organization in accordance with the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

The undersigned, being the authorized representative and one of the initial members of the limited liability company, for the purpose of forming a limited liability company to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles of Organization, hereby declaring and certifying that the facts herein stated are

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true, and accordingly, has hereunto set his hand and seal this 31<sup>st</sup> day of December, 2001.

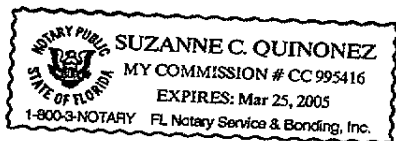


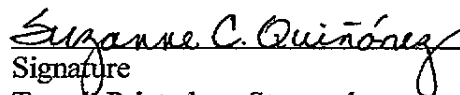
William Patrick Fisher  
Authorized Representative/Member

STATE OF FLORIDA                     )  
  )ss.  
COUNTY OF CLAY                     )

On this 31<sup>st</sup> day of December, 2001, personally appeared before me William Patrick Fisher, party to the foregoing Articles of Organization of NoCu Networks, LLC, (✓) who is well known to me or who produced \_\_\_\_\_ as identification and who did not take an oath, and who acknowledged said Articles to be her act and deed.

NOTARY PUBLIC



  
Signature

Typed, Printed, or Stamped  
State of Florida at Large  
My Commission expires:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

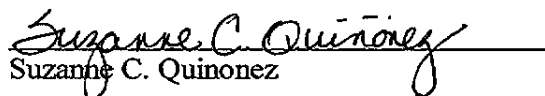
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Acceptance of Designation

The undersigned, Suzanne C. Quinonez, states that she is a member of the Florida Bar Association, in good standing, that her principal office and mailing address are listed above in Article that she hereby accepts appointment as registered agent of NoCu Networks, LLC and further states that she is familiar with, and accepts, the obligations of such position.

Done this 31<sup>st</sup> day of December, 2001.

  
Suzanne C. Quinonez