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EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 814673 7509017

AUTHORIZATION

COST LIMIT : \$25.00

FILED
08 DEC -8 PM 2:25
TALLAHASSEE, FLORIDA

ORDER DATE : December 4, 2008

ORDER TIME : 4:53 PM

ORDER NO. : 814673-010

CUSTOMER NO: 7509017

DOMESTIC AMENDMENT FILING

NAME: GENERATIONVOICE LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: TROY TODD 2940

EXAMINER'S INITIALS: _____

**AMENDED ARTICLES OF ORGANIZATION
OF
GENERATIONVOICE LLC**

FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended (the "Act").

ARTICLE 1

Name

The name of this limited liability company is GenerationVoice LLC (the "Company").

ARTICLE 2

Address

The address of the principal office and mailing address of this Company is 6420 Southpoint Parkway, Jacksonville, FL 32216.

ARTICLE 3

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 1201 Hays Street, Tallahassee, Florida, 32301, Leon County and the name of its initial registered agent at such address is Corporation Service Company.

ARTICLE 4
Management of the Company

The Company is to be managed by three managers (or as may otherwise be provided from time to time in the Operating Agreement or any amendment thereto) and is, therefore, a manager-managed company. The name and address of each Manager is as follows:

Mark Voegelé
5280 Solutions LLC
8740 Lucent Blvd., Suite 400
Highlands Ranch, CO 80129

Mark Boyd
Nelnet, Inc.
3015 South Parker Road, Suite 400
Aurora, Colorado 80014

Dominic Rotondi
5280 Solutions LLC
457 New Karner Road
Albany, New York 12205

Mike Randash
5280 Solutions LLC
8740 Lucent Blvd., Suite 400
Highlands Ranch, CO 80129

Harvey Gannon
5280 Solutions LLC
8740 Lucent Blvd., Suite 400
Highlands Ranch, CO 80129

ARTICLE 5
Limited Liability

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of a Member of the Company, has executed these Articles of Organization this 3rd day of December, 2008. In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

5280 Solutions LLC, Member

By: 

Mark Voegelé

Authorized Representative

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the below named limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

GenerationVoice LLC

2. The name and address of the registered agent and office are:

**Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301
Leon County**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: December 5, 2008

Signature of Registered Agent


**Troy Todd
as its agent**