No. 3667

# Florida Department of

Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H090001854363)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850) 617-6383

From:

: DRIVER, MCAFEE, PEEK & HAWTHORNE, P.L. Account Name

Account Number: I20020000137

: (904)301-1269

Phone Fax Number

: (904)301-1279



## **G-SIGN LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

C. LEWIS AUG 2 1 2009

**EXAMINER** 

Electronic Filing Menu

Corporate Filing Menu

Help

Aug. 20. 2009 1:29PM Hug. 20. 2008 11:03AM 'Aug. 20. 2009 11:16AM

WEB CREATIVE & DELIVERY

No. 3667 P. 2 9049542519 p. 10-10 ,,No. 2101 E.10

H090001854363

2009 AUG 20 AM 8: 28

### AMENDED AND RESTATED ARTICLES OF ORGANIZATION G-SIGN LLC

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to Section 608.411, Florida Statutes, the Articles of Organization of G-SIGN LLC, originally filed on May 5, 2009, are amended and restated in their entirety to read as follows:

#### ARTICLE 1 - NAME

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

#### ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Company ere:

2684 Dalmaticm Lane Jacksonville, Plorida 32246

### ARTICLE III - PURPOSE

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE IV - DURATION AND EXISTENCE: EFFECTIVE DATE

The Company will exist perpetually. These Amended and Restated Articles of Organization shall be effective on the date of filing with the Secretary of State of the State of Florida.

#### ARTICLE Y - CONTINUATION OF LIMITED LIABILITY COMPANY

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative or other legal representative of such member or its nominee or designed to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

Prepared by.
Driver, McAfee, Pock & Hawthorne, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

HD90001854363

Aug. 20. 2009 1:29PM Rug 20 2009 11:03RM

WEB CREATIVE & DELIVERY

9049542519 No. 3667 P. 3 F. 1 lu E. D/3

Aug. 20. 2009 11:16AM H09000185436 3

2009 AUG 20 AM 8: 28

ARTICLE VI - REGISTERED OFFICE AND AGEN

SECRETARY OF STATE

The Company hereby (i) designates 2684 Dalmation Lone, Jacksonville Afforder 32286 as the street address of the Company's registered office, and (ii) names Anil K. Veligandla as the Company's registered agent at that address to accept service of process within the State of Florida.

#### ARTICLE VII - MANAGEMENT AND AUTHORITY

The Company shall be a manager-managed company. Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

#### ARTICLE VIII - INDEMNIFICATION

- (a) The Company shall indomnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a manager or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken in the capacity of such person as a manager or officer within twenty (20) days after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.
- (b) The Company by action of its managers, in their sole discrution, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Company or its subsidiaries. The Company by action of its managers, in their sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Company of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on bahalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the managers, the authority granted to the managers in this paragraph (b) shall create no rights in the persons cligible for indemnification or advancement of expenses and shall create no obligations of the Company relating thereto.

IN WITNESS WHEREOF, the undersigned member of the Company has hereunto set his hand and seal this 20 day of August, 2009.

G-SIGNLLC

Ву: \_\_\_\_

Sravan K. Chitnani, Member

· Aug. 20. 2009 1:29PM Bug 20 2009 11:03AM

Aug. 20. 12009 11:17AM

WEB CREATIVE & DELIVERY

No. 3667 9049542519 No. 2101

H090001854363

2009 AUG 20 AM 8: 28

ADOPTION OF AMENDED AND RESTATED ARTICLES OF ORGANIZATION AHASSEE, FLORIDA

The undersigned member hereby confirms that the foregoing Amended and Restated Articles of Organization were unanimously adopted and approved by the Company's members pursuant to Section 608.4231(4), Florida Statutes, on August 20, 2009. The number of votes cast by the members for the amendments contained in the foregoing Amended and Restated Articles of Organization were sufficient for approval of the same.

G-SIGN LLC

Stavan K. Chimani, Member

# ACCEPTANCE OF REGISTERED AGENT

The undersigned (i) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Amended and Restated Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: August 25, 2009

Veligandla, Individually