

L 9600000507

W.H. Lane
Requestor's Name
3914 Lakewood Dr
Address
Tallahassee, FL 904 247 6012
City/State/Zip Phone #

VOID
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Minerva Ventures LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
96 MAY 14 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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***105.00 ***105.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NC AM.
KRC 5/14

96 MAY 14 9 07
ENCL.

**CERTIFICATE OF
AMENDMENT TO THE
ARTICLES OF ORGANIZATION
OF
WIRELESS VENTURES, L.C.**

FILED
95 MAY 14 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned organizers of WIRELESS VENTURES, L.C., a limited liability company, hereby amend the Articles of Organization of this company as follows:

The original Articles which were filed with the Secretary of State on May 8, 1996, are hereby amended to reflect the name change of the company, as follows:

ARTICLE I-NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **Wireless Ventures, L.L.C.** (hereinafter the "Company"). The principal place of business of the Company shall be 3110 Capital Circle, NE, Tallahassee, Florida 32308.

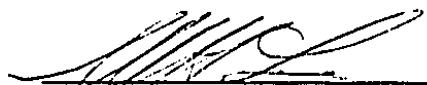
The Amendment was adopted on May 9, 1996, at a Special Meeting of the organizers who directed that the amendment take

effect on the date of filing of this Certificate of Amendment. The number of votes cast for this amendment by the organizers was sufficient for approval.

The undersigned as all the organizers of **Wireless Ventures, L.L.C.** certify the foregoing is true and correct.

EXECUTED this 13 day of May, 1996.


Dennis O. Boyle

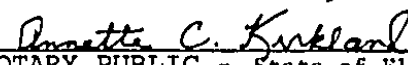

William H. Lane

STATE OF FLORIDA,
COUNTY OF LEON.

Before me personally appeared **Dennis O. Boyle**, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed.



ANNETTE C. KIRKLAND
MY COMMISSION # CC 243927 EXPIRES
December 8, 1996
BONDED THROUGH TROY FAIR INSURANCE, INC.



NOTARY PUBLIC - State of Florida
(Type Name) Annette C. Kirkland
My Commission Expires 12/8/96

STATE OF FLORIDA,
COUNTY OF LEON.

Before me personally appeared **William H. Lane**, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purpose therein expressed.



ANNETTE C. KIRKLAND
MY COMMISSION # CC 243927 EXPIRES
December 8, 1996
BONDED THROUGH TROY FAIR INSURANCE, INC.


NOTARY PUBLIC - State of Florida
(Type Name) Annette C. Kirkland
My Commission Expires 12/8/96

L96000000507

M.H. LANE

Requestor's Name

3914 LARKVIEW DR

Address

PA 2976082

T2106122222 FLA 32310

City/State/Zip

Phone # *407-293-75*

100001816451

05/10/96--01031--010

+++337.50 +++293.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. *Winchess Ventures LLC*
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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5/8/96

**ARTICLES OF ORGANIZATION
OF
WIRELESS VENTURES, L.C.**

SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY -8 AM 8:35

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I-NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **Wireless Ventures, L.C.** (hereinafter the "Company"). The principal place of business of the Company shall be 3110 Capital Circle, NE, Tallahassee, Florida 32308.

ARTICLE II-DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with and accepted by the Florida Department of State. The Company's existence shall terminate not later than thirty (30) years after the date of filing, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III-PURPOSES AND POWERS

The general purpose for which the Company is organized is to own and operate a Wireless Cable business; however it shall be able to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV-REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is WILLIAM H. LANE, 3110 Capital Circle, NE, Tallahassee, Florida 32308.

ARTICLE V-CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

ARTICLE VI-ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII-ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the written consent of the majority of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless a majority of all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII-TERMINATION OF EXISTENCE

The company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX-MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is Dennis O. Boyle, who shall serve until the first annual meeting of the members.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 1st day of May, 1996.


Dennis O. Boyle


William H. Lane

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF Leon

In compliance with Florida Statutes Section 608.407(2), the undersigned member of WIRELESS VENTURES, L.C. deposes and says:

1. The limited liability company identified above has at least two members.

2. The total amount of cash contributed by the members and their percentage of ownership is as follows:

NAME	%	\$ AMT
Gavin B. S. Phipps, individually	7.7%	77.00
Cynthia P. Willis, individually	7.7%	77.00
Lisa P. Richardson, individually	7.7%	77.00
Jeffrey S. Phipps, individually	7.7%	77.00
John Timothy Phipps, individually	7.7%	77.00
Laura Lee Phipps, individually	7.7%	77.00
Keegan S. Phipps, Minor; Colin S. Phipps, Custodian	7.7%	77.00
Ian Jason Phipps, individually	7.7%	77.00
Jennifer P. Mitchell, individually	7.7%	77.00
Nancy P. Phipps, individually	7.7%	77.00
Robin B. Boyle, individually	7.7%	77.00
Roberto Chomat, Jr., individually	7.7%	77.00
William H. Lane, individually	<u>7.6%</u>	<u>76.00</u>
Total	100%	1,000.00

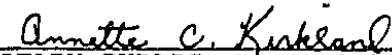
3. The total amount of cash or property anticipated to be contributed by the members is as set forth in Paragraph 2, above.


WILLIAM H. LANE, member

The foregoing instrument was acknowledged before me this 7th day of May, 1996 by William H. Lane, on behalf of WIRELESS VENTURES, L.C., a limited liability company. He is personally known to me ~~or has produced~~ _____ ~~as identification.~~



ANNETTE C. KIRKLAND
MY COMMISSION # CG 243927 EXPIRES
December 8, 1996
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC - State of Florida
Print Name: Annette C. Kirkland
My Commission Expires: 12/8/96

STATEMENT OF DESIGNATING REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF LEON

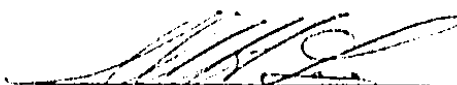
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is **WIRELESS VENTURES, L.C.**

The name of the registered agent for **WIRELESS VENTURES L.C.** is **WILLIAM H. LANE** and the street address of the company's principal office where the agent is located is 3110 Capital Circle, NE, Tallahassee, Florida 32308.

This statement is to acknowledge that, as indicated above, **WIRELESS VENTURES, L.C.** has appointed me, **WILLIAM H. LANE**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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: July 7, 1996.


WILLIAM H. LANE,
Registered Agent

The foregoing instrument was acknowledged before me this 7th
day of May, 1996 by William H. Lane, on behalf of
Wireless Ventures L.C., a limited liability company. He is
personally known to me ~~or has produced~~ _____ as
identification.



ANNETTE C. KIRKLAND
MY COMMISSION # CC 243927 EXPIRES
December 8, 1996
BONDED THRU TROY FAH INSURANCE, INC.

Annette C. Kirkland
NOTARY PUBLIC State of Florida
Print Name: Annette C. Kirkland
My Commission Expires: 12/8/96

P:\MIKE\DATA\PHIPPS, LLC