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REPLY TO: Orlando

April 9, 1999

#### VIA FEDERAL EXPRESS

Department of State 800002836238--Division of Corporations -04/12/99 --01097 --009 409 E. Gaines Street \*\*\*\*346.25 \*\*\*\*346.25 Tallahassee, Florida 32399

Articles of Incorporation of Coral Consulting Services, Inc.;

Articles of Organization for Coral Collaborative Systems, L.L.C

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation of Coral Consulting Services, Inc. which is to be filed with your office with an effective date of April 5, 1999. Please note that this corporation is to be filed first as it is one of the members of the limited liability company also to be filed with your office. We have enclosed a check in the amount of \$87.50 to cover the filing fee, certified copy and Certificate of Good Standing.

Also enclosed please find the original Articles of Organization for Coral Collaborative Systems, L.L.C. which is to be filed second with your office also with an effective date of April 5, 1999. We have enclosed a check in the amount of \$346.25 to cover the filing fee, certified copy and Certificate of Good

Name 4/24/99 Availability & Thank you for your assistance in these matters. Should you have any questions or comments, please contact me at the above number. Document Sincerely. DUC Examiner DCC Updater Upr'aler DCC entyer Corporate Legal Assistant MDF:x DCC

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# ARTICLES OF ORGANIZATION FOR CORAL COLLABORATIVE SYSTEMS, L.L.C.

#### A FLORIDA LIMITED LIABILITY COMPANY

The undersigned (the "Members") acting as the organizers and the Members of CORAL COLLABORATIVE SYSTEMS, L.L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

#### ARTICLE I NAME

The name of the limited liability company is CORAL COLLABORATIVE SYSTEMS, L.L.C.

### ARTICLE II PURPOSE AND POWERS

- A. <u>Purposes</u>. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.
- B. <u>Powers</u>. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.

### ARTICLE III INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS

The street address and mailing address of the initial Company office and initial registered office of this Company is 2913 Corrine Drive, Orlando, Florida 32803 and the name of the initial registered agent of this Company at that address is Bryan S. Coffman.

### ARTICLE IV DURATION

The Company's existence shall commence on April 5, 1999 and it shall exist perpetually thereafter unless dissolved according to law. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or upon the occurrence of any other event which terminates the continued membership of any Member in the Company, continued by the unanimous written consent of all the remaining Members, the Company shall dissolve.

#### ARTICLE V MANAGEMENT

The management and control of the Company and its business and affairs is reserved to the Managing Members of the Company ("Managing Members"). The Managing Members of the Company with exclusive authority to manage the business of the Company shall be:

Sente Corporation 2913 Corrine Drive Orlando, Florida 32803

and

Coral Consulting Services, Inc. 837 N. Garland Avenue Orlando, Florida 32801

The Managing Members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time, and as further provided in the Regulations of the Company.

### ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company. Any new Members admitted shall not become Managing Members without the unanimous written consent of all then existing Members of the Company.

### ARTICLE VII MEMBERS RIGHTS TO CONTINUE BUSINESS

The right of the remaining Members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member in the limited liability company shall be upon the unanimous written consent of all then existing Members of the Company.

#### ARTICLE VIII **AMENDMENTS**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of Organization as of the 12th day of April, 1999.

SENTE CORPORATION, a Florida corporation

an S. Coffman, Mresident,

anaging Member

CORAL CONSULTING SERVICES a Florida corporation

Stephen R. Quello, President, as

Managing Member

### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent of CORAL COLLABORATIVE SERVICES, L.L.C. and states that he is familiar with the obligation of that position.

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The un	dersigned members of CORAL COLLABORATIVE SYST	EM	1S, L.L.(	. <u>de</u> j	ose and	ı say:		
1.	The above named limited liability company has two (2) members.							
2.	The total amount of cash contributed by the Members is as follows:							
	Sente Corporation Coral Consulting Services, Inc.		50.00 50.00	- <u>-</u> =				
3.	If any, the agreed value of property other than cash contributed by the Members is as follows:							
		\$	0.00	<u>-</u>	SECRE	99 AP	-77	·
4.	The amount of cash or property anticipated to be contribute	d <b>b</b>	y the Me	m <u>be</u> r	Sis as fo	∞ oHow	s <sub>m</sub>	
		\$	0.00		FIGH	⊋ ;;;	O	
5.	The total amount of 2, 3 and 4 is:	\$	100.00	-	A A	00		

SENTE CORPORATION, a Florida corporation

Dryan S. Coffman, President, as Member

CORAL CONSULTING SERVICES, INC., a Florida corporation

By:

Stephen R. Quello, President, as Member

#### STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was sworn to, subscribed, and acknowledged before me this day of April, 1999, by Bryan S. Coffman, as President of Sente Corporation, a Florida corporation, as Member of Coral Collaborative Systems, L.L.C., on behalf of the limited liability company. He is personally known to me or has produced FL DL as identification. Name: SHELLX WILL Notary Commission No. My Commission Expires: OFFICIAL NOTARY BEAL SHERRY A. WILK STATE OF FLORIDA COUNTY OF ORANGE The foregoing instrument was sworn to, subscribed, and acknowledged before me this & day of April, 1999, by Stephen R. Quello, as President of Coral Consulting Services, Inc., a Florida corporation, as Member of Coral Collaborative Systems, L.L.C., on behalf of the limited liability company. He is personally known to me or has produced as identification.

Notary Public, State of Florida
Name: SHERLY WILK
Notary Commission No.

My Commission Expires:

