

L 99000005942

Kevin B. Kern
Chi B. Tran-Kern
2618 SW 14th Drive
Gainesville, FL 32608
(352)-374-8718
September 1st, 1999

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-09/17/99--01071--008
***285.00 ***285.00

Dear Registration Section:

Enclosed are our Article of Organization and our check of \$285.00 (Two hundred eighty five dollars): \$250.00 for the Filing Fee for our Articles of Organization and Affidavit; \$35.00 for Designation of Registered Agent.

We would like to register our Limited Liability Company as NobleSky, LLC on September 1st, 1999. Our company is organized pursuant to section 608.471, Florida Statutes to do business in Florida as a foreign limited liability company.

If you have any further inquiries concerning our company, please contact us at the above daytime telephone number.

Thank you for your assistance,



699-5942

Chi B. Tran-Kern, Registered Agent

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TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

NOBLESKY, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

2618 SW 14TH DRIVE
GAINESVILLE, FL 32608

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

25 (TWENTY-FIVE) YEARS

ARTICLE IV - Management:

(Check the appropriate box and complete the statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

CHI B. TRAN-KERN, 2618 SW 14TH DR. GAINESVILLE FL 32608

KEVIN B. KERN, 2618 SW 14TH DR. GAINESVILLE FL 32608

KENNETH A. KERN, 2300 S. ROCK CREEK PARK WAY, APT # 15-104
SUPERIOR, CO 80027

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

entitled to all the rights and powers of the assignor
ONLY IF the other Members unanimously consent.

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ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability 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:

Totally depends on the decisions of the remaining Members to continue or terminate the LLC, respect to the dead, retired, resigned, expelled, bankrupted or dissolved Members will.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of NOBLESKY, LLC.
_____ certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 3,000.00;
- 3) if any, the agreed value of ^{service} property other than cash contributed by member(s) is \$ 100,000.00;
(A description of the ^{service} property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 10,000,000.00.



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CHI B. TRAN-KERN
Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

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TALLAHASSEE FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN
THE STATE OF FLORIDA.

1. The name of the limited liability company is: NOBLESKY, LLC

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

CHI B. TRAN - KERN
NAME

2618 SW 14TH DRIVE
Florida street address (P. O. Box NOT ACCEPTABLE)

GAINESVILLE FL 32608
CITY, STATE AND ZIP

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.


SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

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**Description of Services for the Limited Liability Company known as
NobleSky, LLC**

1. Chi B. Tran-Kern: Chief executive officer, Chief financial officer, registered agent

Agreed value of annual service contribution: \$40,000.00

2. Kevin B. Kern: Chief officer of operations, Chief officer of marketing and research

Agreed value of annual service contribution: \$30,000.00

3. Kenneth A. Kern: Chief information officer, Chief technology consultant

Agreed value of annual service contribution: \$30,000.00

WITNESSETH:

On this 1st day of September, 1999 at Gainesville, Florida

NOBLESKY, LLC.

By Managers- Members:



Chi B. Tran-Kern, Manager 1



Kevin B. Kern, Manager 2

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