

L99000006001



ACCOUNT NO. : 072100000032

REFERENCE : 384344 5021572

AUTHORIZATION : Patricia Pizant

COST LIMIT : \$ 285.00

ORDER DATE : September 23, 1999

ORDER TIME : 1:39 PM

ORDER NO. : 384344-005

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CUSTOMER NO: 5021572

CUSTOMER: Ms. Jane Walker
GROCOCK & ABRAMSON
GROCOCK & ABRAMSON
Suite 200
126 East Jefferson Street
Orlando, FL 32801

DOMESTIC FILING

NAME: NETWORKNIRVANA.COM, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

Table with 2 columns: Field Name, Value. Fields include Name, Availability, Document Examiner, Updater, Updater Verifier, Acknowledgement, and another Updater Verifier.

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DIVISION OF CORPORATIONS
99 SEP 23 PM 3:18
RECEIVED
99 SEP 23 PM 2:23
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
NETWORKNIRVANA.COM, L.L.C.
A Florida Limited Liability Company**

FILED
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99 SEP 23 PM 3:18

**ARTICLE 1
NAME**

The name of this Limited Liability Company is: NetworkNirvana.com, L.L.C.

**ARTICLE 2
DURATION**

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

**ARTICLE 3
PRINCIPAL OFFICE AND REGISTERED AGENT**

The mailing address and street address of the principal office of the limited liability company is 3535 University Boulevard, Dallas, Texas 75205. The name and address of the initial registered agent of the limited liability company is John J. Upchurch, , 125 South Palmetto Avenue, Daytona Beach, FL 32114.

**ARTICLE 4
MANAGEMENT**

The limited liability company is to be managed by its members. The name and address of its managing member is:

Michael Upchurch
3535 University Boulevard
Dallas, Texas 75205

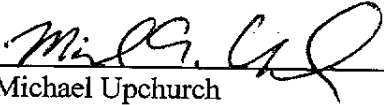
**ARTICLE 5
CONTINUATION OF BUSINESS**

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6
ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member without the unanimous consent of the founding members. If such person is admitted, he or she shall be subject to the obligations and limitations in the Regulations and Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned managing member does hereby execute and acknowledge these articles of organization this 16th day of September 1999.

 9/16/99

Michael Upchurch

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT**

Pursuant to Sections 48.091, 608.4062, and 608.415, Florida Statutes, the following is submitted:

That NetworkNirvana.com, L.L.C, desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Organization, at 3535 University Boulevard, Dallas, TX 75205, has named John Upchurch, Esquire, Upchurch, Watson & White, 125 South Palmetto Avenue, Daytona Beach, FL 32114, County of Volusia, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.

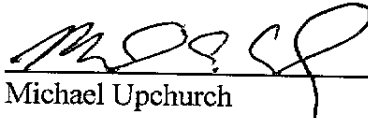


John J. Upchurch
Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of NetworkNirvana.com, L.L.C. depose and say:

- A. the above named limited liability company has at least one (1) member;
2. the total amount of cash contributed by its members is One Hundred and Fifteen Thousand Dollars (\$115,000).
3. if any, the agreed net fair market value of property other than cash contributed by its members is zero Dollars (\$0.00);
4. the total amount of cash or property anticipated to be contributed by its members is One Hundred and Fifteen Thousand Dollars (\$115,000). This total includes amounts from items 2 and 3 above.

 1/16/19
Michael Upchurch