

M0000000000296

VENTURE NOW

Requester's Name

Address

City/State/Zip

Phone #

Office Use Only

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

1. VENTURE NOW LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

300003081813--9
-12/28/99--01046--010
***140.00 ***140.00

4. W0000000487
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certified Copy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

6 pgs

FILED

00 FEB 14 PM 12:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials



GroupNow!, Inc.
516 NE 9th Avenue, Fort Lauderdale, FL 33301-1218
Telephone (954) 832-9188 Facsimile (954) 832-0932
<http://www.groupnow.net>

David J. Simonetti
Co-Chairman and
Chief Executive Officer
djs@venturenow.com

27 December 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-12/28/99--01046--009
*****61.25 *****61.25

Re: Venturenow, Inc. Amendment and Venturenow, LLC registration.

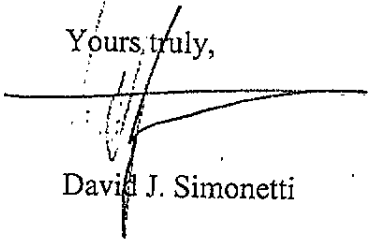
To Whom It May Concern::

Enclosed is an Application to Amend the foreign corporation registration of Venturenow, Inc., changing its name to Groupnow, Inc. Please file and return with three certificates of status. I have enclosed a check for \$61.25 to cover applicable fees.

In addition, enclosed is an Application to Transact Business in Florida for Venturenow, LLC, a wholly owned subsidiary of Groupnow, Inc. Please file and return with three certificates of status. I have enclosed a check for \$140.00 to cover fees.

Furthermore, I have enclosed a paid FedEx return envelope. Please return documents to me on this envelope. You may address any questions directly to my office. Thank you.

Yours, truly,


David J. Simonetti

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 6, 2000

VENTURE NOW/GROUPNOW
ATTN: DAVID J. SIMONETTI
516 NE 9TH AVENUE
FORT LAUDERDALE, FL 33301-1218

SUBJECT: VENTURENOW, LLC
Ref. Number: W00000000467

We have received your document for VENTURENOW, LLC and your check(s) totaling \$140.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning the certified copy you submitted, as it is not the same as the certificate we require.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 300A0000071

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB 14 PM 12:24

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Venturenor, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-2204271
(FEI number, if applicable)
4. 12/8/99
(Date of Organization)
5. 12/08/2049
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 12/10/99
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2455 East Sunrise Boulevard, Suite 511
Fort Lauderdale, FL 33304-3108
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

Same as company

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Venture Capital

[Signature] MANAGER
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David J. Simonetti, Managing Member
Typed or printed name of signee

**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:

Venturenw, LLC

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

David J. Simonetti

(Name)

2455 East Sunrise Boulevard, Suite 511

Florida street address (P.O. Box **NOT** ACCEPTABLE)

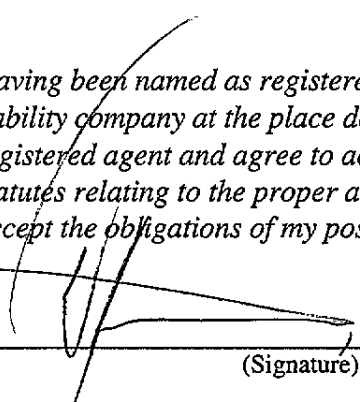
Fort Lauderdale, FL 33304-3108

FL

City/State/Zip

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TALLAHASSEE FLORIDA

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 as provided for in Chapter 608, F.S..


(Signature)

MANAGER

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

State of Delaware
Office of the Secretary of State

PAGE 1


I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VENTURENOW, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 2000.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



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Edward J. Freel, Secretary of State

0240570

AUTHENTICATION:

02-07-00

DATE: