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NEW FIRINGS	AMENDMENTS	W-21963
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Directo	or
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	OO :
OTHER BILLINGS		SEP FI
Annual Report	REGISTERATION/ QUARTIFICATION	FILED 00 SEP 15 MH 9: 42 SECRETARY OF STATE TALLAHASSEE, FLORIDA
Fictitious Name	Foreign	FST D
Name Reservation	Limited Partnership	9: 4; DRID;
	Reinstatement	
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	Other	9/15
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Examiner's Initials



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 28, 2000

NETWORK INTELLIGENCE INC 1717 NORTH LOOP 1604 EAST STE 250 SAN ANTONIO, TX 78232

SUBJECT: NII COMMUNICATIONS LTD.

Ref. Number: W00000018894

We have received your document for NII COMMUNICATIONS LTD. and your check(s) totaling \$87.50. However, the enclosed document has not been tiled and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 487-6097.

Michael Mays Document Specialist Letter Number: 900A00041313



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 7, 2000

NETWORK INTELLIGENCE INC 1717 N. LOOP 1604 EAST STE 250 SAN ANTONIO, TX 78232

SUBJECT: NII COMMUNICATIONS GP LLC

Ref. Number: W00000021963

We have received your document for NII COMMUNICATIONS GP LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. He the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 487-6097.

Michael Mays Document Specialist

Letter Number: 600A00047456

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED HABILITY COMPANY TO TRANSACT RI ISINESS IN THE STATE OF FLORIDA:

MITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:	
nii communications SP, LLC (Name of foreign limited liability company)	
(Jurisdiction under the law of which foreign limited liability company is organized) 3. (FEI number, if applicable)	
JUNE 26, 2000 (Date of Organization) 5. PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")	
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)	
1717 N. Loop 1604 East, Juite 250	
SAN ANTONIO, TX 78232 (Street address of principal office)	
. If limited liability company is a manager-managed company, check here . The usual business addresses of the managing members or managers are as follows:	ា = ក
	フ
San Antonio, 1X 78232	
	-
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of reche jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a ranslation of the certificate under eath of the translator must be submitted.)	
11. Nature of business or purposes to be conducted or promoted in Florida: <u>tele communicat</u>	7 <i>m</i> 1
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.)	- *
KENNETH F. MELLEY, JR.	-
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 nam	ne of the L	imited Liability Compa	my is:				
	nii	communication	S gp.	اساس			
2. The nan	ne and the	Florida street address o	f the registere	ed agent and office ar	re:		
		CT Corporatio	n System				
			(Name)		-		
			, ,		A I	9	
1200 South Pine Island Road					CRE	<u>≥</u>	
Florida street address (P.O. Box NOT ACCEPTABLE)						43S	
					SS ²⁷	S	П
		Plantation	FL	33324	OF STAT E, FLORII	7	
City/State/Zip			95	بې			
					DA A	2 [‡]	
Having been	named as	registered agent and to a	ccept service	of process for the abo	ve stated liv		,

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..

Kirk Hood, Asst. Secretary

\$ 100.00 Filing Fee for Application\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that Articles of Organization of

NII COMMUNICATIONS GP, LLC File No. 7070256-22

were filed in this office and a certificate of organization was issued to this limited liability company, and no certificate of dissolution is in effect and the company is currently in existence.

SEP 15 AM 9: 42
ETARY OF STATE
HASSEF FLORIDA



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on August 25, 2000.

Elton Bomer Secretary of State