

KAUFMAN & CANOLES

Attorneys and Counselors at Law

Writer's Direct Dial

(757) 624-3007

One Commercial Place

P.O. Box 3037

Norfolk, VA 23514

(757) 624-3007

Fax: (757) 624-3169

rdcanol@kaufcan.com

1000000002687

April 19, 2001

Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

100004044351--6  
-04/23/01--01121--001  
\*\*\*\*\*25.00 \*\*\*\*\*25.00

Re: Americomm Acquisition Company, LLC

Ladies and Gentlemen:

Enclosed for filing is an Application by Foreign limited liability Company to File Amend Amendment to application for Authorization to Transact Business in Florida along with the supporting documentation. Also enclosed is our firm's check payable to the Florida Department of State in the amount of \$25.00 to cover the requisite filing fee.

Please place this application in line for immediate processing. If you have any questions or need additional information or documentation, please give me a call.

Thank you very much for your assistance.

Very truly yours,

*Beth De Masi*

Beth R. DeMasi, CLA  
Commercial Legal Assistant

FILED  
01 APR 23 PM 5:00  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

/bd  
Enclosures

#683623

100-2687  
Q

Chesapeake  
757 / 547-7177

Newport News  
757 / 873-6300

Virginia Beach  
757 / 491-4000

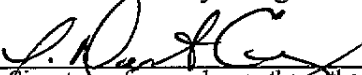
**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO  
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

**SECTION I (1-3 must be completed)**

1. Name of limited liability company as it appears on the records of the Florida Department of State: Americomm Acquisition Company, LLC
2. Jurisdiction of its organization: Virginia
3. Date authorized to do business in Florida: December 26, 2000

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? February 15, 2001
5. New name of the limited liability company: AmeriComm, LLC
6. If the amendment changes the period of duration, indicate new period of duration: \_\_\_\_\_
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: \_\_\_\_\_
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: \_\_\_\_\_
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

  
\_\_\_\_\_  
Signature of a member or the authorized  
representative of a member

J. David Craig

\_\_\_\_\_  
Typed or printed name of signee

Filing Fee: \$25.00

FILED

APR 23 PM 5: 00

ARTICLES OF AMENDMENT TO  
ARTICLES OF ORGANIZATION OF  
AMERICOMM ACQUISITION COMPANY, LLC

Pursuant to Virginia Code Section 13.1-1004, the undersigned states as follows:

1. The name of the limited liability company is **Americomm Acquisition Company, LLC** (the "Company").
2. Article 1 of the Company's Articles of Organization is amended to read as follows:
  - "1. The name of the limited liability company is **AmeriComm, LLC** (the "Company")."
3. These Amended Articles of Organization were adopted by affirmative vote and written consent of two thirds of the Members of the Company on January \_\_, 2001, in accordance with Chapter 12 of Title 13.1 of the Code of Virginia.

DATED: January \_\_, 2001

AMERICOMM ACQUISITION COMPANY, LLC

By: \_\_\_\_\_

J. David Craig  
Manager

005691v1

FILED  
01 APR 23 PM 5:00  
SECRETARY OF STATE  
CLERK OF COURTS

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

February 15, 2001

The State Corporation Commission has found the accompanying articles submitted on behalf of

AmeriComm, LLC

(formerly known as AMERICOMM ACQUISITION COMPANY, LLC )

to comply with the requirements of law, and confirms payment of all required fees.

Therefore, it is ORDERED that this

**CERTIFICATE OF AMENDMENT**

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the Commission effective February 15, 2001.

STATE CORPORATION COMMISSION

By



Commissioner

FILED

01 APR 23 PM 5:00

SECRETARY OF STATE  
1000 BANKERS BUILDING  
RICHMOND, VIRGINIA 23219

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION  
ARTICLES OF ORGANIZATION**

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia the undersigned states as follows:

1. The name of the limited liability company is Americomm Acquisition Company, LLC (the "Company").
2. The address of the initial registered office in Virginia is c/o Kaufman & Canoles, P.C., One Commercial Place, Suite 2000, Norfolk, Virginia 23510, located in the City of Norfolk.
3.
  - A. The registered agent's name is William R. Van Buren, III, whose business address is identical with the registered office.
  - B. The registered agent is a resident of Virginia and a member of the Virginia State Bar.
4. The post office address of the principal office where the records will be maintained pursuant to Virginia Code Section 13.1-1028 is c/o Kaufman & Canoles, P.C., One Commercial Place, Suite 2000, Norfolk, Virginia 23510.
5. The Company is a "manager-managed limited liability company" within the meaning of Virginia Code Sections 13.1-1002 and 13.1-1021.1; provided, however, persons having business with the Company are hereby instructed to consult the written operating agreement of the Company maintained at its principal office, as the same may be amended from time to time, to determine the authority of any of the managers or officers to act in any particular circumstance. The initial manager shall be J. David Craig.
6. Signature:

\_\_\_\_\_  
(Organizer)

William R. Van Buren, III  
(Printed Name)

October 31, 2000  
(Date)

FILED  
OCT 31 2000  
11:50 AM  
NORFOLK

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

November 1, 2000

The State Corporation Commission has found the accompanying articles submitted on behalf of  
**Americomm Acquisition Company, LLC**

to comply with the requirements of law, and confirms payment of all required fees.

Therefore, it is ORDERED that this

**CERTIFICATE OF ORGANIZATION**

be issued and admitted to record with the articles of organization in the Office of the Clerk of the  
Commission November 1, 2000.

STATE CORPORATION COMMISSION

By



Commissioner

FILED

01 APR 23 PM 5:00  
STATE OF VIRGINIA  
CLERK OF THE STATE

DLLCACPT  
CIS0345  
00-11-01-4075

# Commonwealth of Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

The foregoing is a true copy of all documents filed in this office by AmeriComm, LLC, a VIRGINIA Limited Liability Company.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
April 10, 2001*

*Joel H. Peck*

*Joel H. Peck, Clerk of the Commission*