

MO1000000657

COPELAND, COOK, TAYLOR & BUSH

A PROFESSIONAL ASSOCIATION

CHARLES G. COPELAND
THOMAS A. COOK
GLENN GATES TAYLOR
C. GLEN BUSH
THOMAS C. GERITY
JAMES T. KNIGHT
JAMES R. MOORE, JR.
J. TUCKER MITCHELL
ROBERT P. THOMPSON
ROBERT NASH NEYLAND
MICHAEL W. BAXTER
C. TED SANDERSON, JR.
MONTE L. BARTON, JR.
W. SHAN THOMPSON
C. DALE SHEARER
JEFFERSON P. W. SKELTON
ROBERT C. RICHARDSON
LEE HOWELL III

ATTORNEYS AT LAW

MAILING ADDRESS
POST OFFICE BOX 6020
RIDGELAND, MS 39158

TELEPHONE (601) 856-7200
FACSIMILE (601) 856-7626

200 CONCOURSE, SUITE 200
1062 HIGHLAND COLONY PARKWAY
RIDGELAND, MISSISSIPPI 39157

March 19, 2001

JOHN M. BRELAND
PATRICIA H. COTTINGHAM
J. WADE SWEAT
SAMUEL S. GOZA
AMANDA L. BAHAM
SAMUEL O. MORRIS IV
MICHELLE C. PARTRIDGE
JOHN E. GOUGH, JR.
W. ROBERT COLEMAN, JR.
VICTOR DONALD HUNT
D. JAMES BLACKWOOD, JR.
RHONDA LEA McCULLOUGH
LYN B. DODSON
REBECCA S. JORDAN
ALISON LESLIE FLINT
JESSICA QUINN
WALKER R. GIBSON

OF COUNSEL
JAMES P. KNIGHT, JR.
ROBERT L. GOZA

Registration Section
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

600003887876--9
-03/20/01--01039--006
****155.00 ****155.00

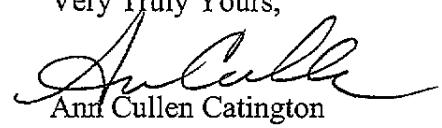
RE: Application for Certificate of Authority to Transact Business for Advantage Group
of Florida Communications, L.L.C.
CCT&B No. 2422-0

Gentlemen:

Enclosed is an original and one copy of the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida (with Certificate of Existence attached) as well as a Certificate of Designation of Registered Agent. I have also enclosed a check for \$155 to cover the filing fee as well as \$30 for a Certified Copy. Please file the form in the appropriate records and return the Letter of Acknowledgment, with filing instructions noted thereon, in the enclosed self-addressed, stamped envelope.

If you have any questions, please feel free to call.

Very Truly Yours,



Ann Cullen Catington
Paralegal to C. Ted Sanderson, Jr.

FILED
01 MAR 21 AM 12:01
SECRETARY OF STATE
TALLAHASSEE, FL 32304

Enclosures

unt
3/26

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. Advantage Group of Florida Communications, L.L.C.
(Name of foreign limited liability company)

2. Tennessee 3. Applied for.
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 1-26-01 5. Perpetual.
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 2-1-01
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 7850 Stage Hills Blvd., Suite 102
Bartlett, Shelby County, TN 38133
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:
Michael D. Boger, Sr., 7850 Stage Hills Blvd., Bartlett, TN 38133

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: Telecommunication
services

Michael D. Boger Sr
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.)

Michael D. Boger, Sr., President
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:

Advantage Group of Florida Communications, L.L.C.

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

CT Corporation System

(Name)

1200 South Pine Island Road

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

Plantation

FL 33324

City/State/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 as provided for in Chapter 608, F.S.

See Attached

(Signature)

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

FILED
01 MAR 01
SECRET
TALLAHASSEE

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

RE: ADVANTAGE GROUP OF FLORIDA COMMUNICATIONS, L.L.C.

Having been named as registered agent and to accept service of process for the above stated limited liability company, 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.

Dated: February 26, 2001

By

CT CORPORATION SYSTEM

Jonathan L. Miles, Assistant Secretary

FILED
01 MAR 21 12:01
STATE
TALLAHASSEE
FLORIDA

Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

ISSUANCE DATE: 03/14/2001
REQUEST NUMBER: 01058104C
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 01/26/2001
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0402429
JURISDICTION: TENNESSEE

TO:
COPELAND COOK LAW FIRM
AT: ANN CALINGTON
PO BOX 6020
RIDGELAND, MS 39158

REQUESTED BY:
COPELAND COOK LAW FIRM
AT: ANN CALINGTON
PO BOX 6020
RIDGELAND, MS 39158

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"ADVANTAGE GROUP OF FLORIDA COMMUNICATIONS, L.L.C."

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF
FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FILED
01 MAR 21 AM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR: REQUEST FOR CERTIFICATE

ON DATE: 02/27/01

FROM:
COPELAND COOK TAYLOR & BUSH
P.O. BOX 2132
JACKSON, MS 39205-2132

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002819208
ACCOUNT NUMBER: 00187813



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE