

M 9800000805

HELEIN & ASSOCIATES, P. C.
ATTORNEYS AT LAW

8180 GREENSBORO DRIVE
SUITE 700
MCLEAN, VA 22102

(703) 714-1300 (TELEPHONE)
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WRITER'S DIRECT DIAL NUMBER:

mail@helein.com (EMAIL)

WRITER'S DIRECT EMAIL ADDRESS:

(703) 714-1306

June 16, 1998

VIA FEDERAL EXPRESS

Secretary of State
Corporations Division
409 E. Gaines Street
Tallahassee, FL 32301

400002562974-8
-06/17/98-01007-001
****70.00 ****70.00

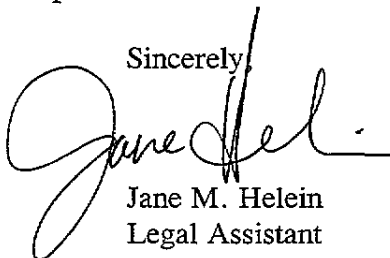
Re: *Application for Certificate of Authority*

Dear Sir or Madam:

Enclosed please find a completed Application for Certificate of Authority being submitted, in duplicate, for and on behalf of *Network International LLC*. Also enclosed is a check in the amount of \$70.00 made payable to the Secretary of State, and a Certificate of Existence issued by the Secretary of State of Virginia, the applicant's place of domicile.

Please direct all inquiries or correspondence related to this filing to the attention of the undersigned. Thank you for your cooperation.

Sincerely,


Jane M. Helein
Legal Assistant

Enclosures

cc: Mr. Mark Sandler

FILED
JUL 22 2 44:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M98-805

Name	RE 7-24
Availability	
Document Examiner	
Updater	
Uploader	
Verifier	
Acknowledgement	
W. P. Verifier	



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 18, 1998

JANE M. HELEIN
HELEIN & ASSOCIATES, P.C.
8180 GREENSBORO DRIVE, #700
MCLEAN, VA 22102

SUBJECT: NETWORK INTERANTIONAL LLC
Ref. Number: W98000014021

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for NETWORK INTERANTIONAL LLC and check(s) totaling \$70.00 of which \$70.00 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

We are enclosing the proper form(s) with instructions for your convenience.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 498A00033804

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Network International LLC
(Name of corporation - must include suffix)

Dear Sir or Madam:

400002562974--8

-06/17/98--01069--001

*****70.00 *****70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jane W. Helein
(Name of Person)
Helein + Associates, P.C.
(Firm/Company)
8180 Greensboro Dr., # 700
(Address)
McLean, VA 22102
(City/State/Zip)

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TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Jane W. Helein at (703) 744-1300
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Name
Availability
Document Examiner
Updater
Updater Verifier
Acknowledgement
W. P. Verifier

HELEIN & ASSOCIATES, P. C.

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8180 GREENSBORO DRIVE
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MCLEAN, VA 22102

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(703) 714-1330 (FACSIMILE)

WRITER'S DIRECT DIAL NUMBER:

mail@helein.com (EMAIL)

WRITER'S DIRECT EMAIL ADDRESS:

(703) 714-1306

July 14, 1998

VIA FEDERAL EXPRESS

Secretary of State
Corporations Division
409 E. Gaines Street
Tallahassee, FL 32301

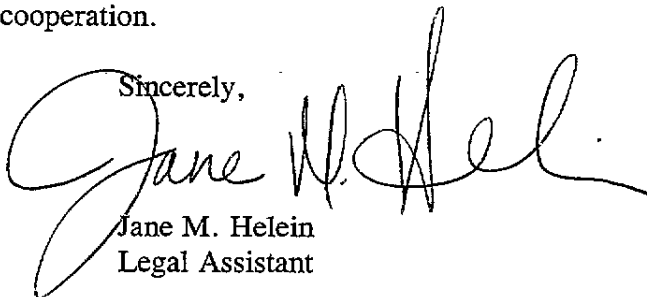
Re: Application for Foreign Limited Liability Company

Dear Sir or Madam:

Enclosed please find a completed Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, being submitted, in duplicate, for and on behalf of *Network International LLC*. Also enclosed is a check in the amount of \$215.00 made payable to the Secretary of State, a Resolution of Board of Directors to Adopt Alternate Name in Florida, name being *Network International of the South, LLC*, and a Certificate of Existence issued by the Secretary of State of Virginia, the applicant's place of domicile.

Please direct all inquiries or correspondence related to this filing to the attention of the undersigned. Thank you for your cooperation.

Sincerely,



Jane M. Helein
Legal Assistant

Enclosures

cc: Mr. Mark Sandler

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 18, 1998

JANE M. HELEIN
HELEIN & ASSOCIATES, P.C.
8180 GREENSBORO DRIVE, #700
MCLEAN, VA 22102

SUBJECT: NETWORK INTERANTIONAL LLC
Ref. Number: W98000014021

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for NETWORK INTERANTIONAL LLC and check(s) totaling \$70.00 of which \$70.00 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

Effective April 23, 1997, the fees to qualify a foreign limited liability company total \$285.00 and breakdown as follows: \$250.00 filing fee for the application and affidavit and \$35 registered agent designation fee. An additional \$52.50 is due for each certified copy requested and an additional \$8.75 is due for each certificate of status requested.

We are enclosing the proper form(s) with instructions for your convenience.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 498A00033804

**RESOLUTION OF BOARD OF DIRECTORS
TO ADOPT ALTERNATE NAME IN FLORIDA**

I, Mark Sandler, certify that I am the Manager of Network International, LLC, a limited liability company subject to the provisions of Florida Statutes, and that the following is a true and correct copy of a resolution adopted at the meeting of the Board of Directors of the corporation on the 13 day of July, 1998.



Signature
Mark Sandler, Manager

RESOLVED, that the Limited Liability Company adopts the name **Network International of the South, LLC** under which it may operate in Florida, that the Manager of the Company is authorized to certify a copy of this resolution and is directed to deliver the copy of the resolution to the Secretary of State of Florida for filing, pursuant to the Florida Statutes.

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TALLAHASSEE, FLORIDA

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 LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

- d/b/a 1. Network International of the South, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Virginia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 52-1978757
(FEI number, if applicable)
4. April 30, 1996
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Will commence upon certification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 12126 Darnestown Road, Suite 6
Gaithersburg, MD 20878
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
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Please See Attachment-

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TALLAHASSEE, FLORIDA

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

NETWORK INTERNATIONAL, LLC

ATTACHMENT A

OFFICERS & DIRECTORS

Mark Sandler - President/Treasurer/Director *MSM*
12126 Darnestown Road
Suite 6
Gaithersburg, MD 20878

Laura Campos-Sandler - Treasurer/Director *MEM*
12126 Darnestown Road
Suite 6
Gaithersburg, MD 20878

Patrick McGugan - Vice President of Operations *MEM*
12126 Darnestown Road
Suite 6
Gaithersburg, MD 20878

David Pritz - Vice-President of MIS Systems *MEM*
12126 Darnestown Road
Suite 6
Gaithersburg, MD 20878

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Network International
of the South, LLC (d/b/a name) certifies:

1) the above named limited liability company has at least two members;

2) the total amount of cash contributed by the member(s) is

\$ 1,000,000;

3) if any, the agreed value of property other than cash contributed by member(s) is

\$ _____;

(A description of the property is attached and made a part hereto.)

and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is

\$ 1,000,000

(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)



Typed or printed name of signee

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98 JUL 22 PM 4: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee: \$250.00 for Application and Affidavit

**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:

Network International, LLC, d/b/a Network International of the South, LLC

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

Corporation Service Company
(Name)

1201 Hays Street

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

Tallahassee

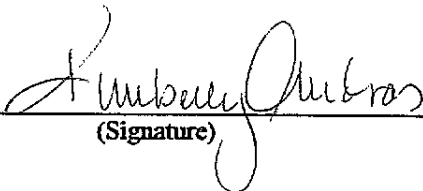
FL

32301

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.


(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

Commonwealth of Virginia



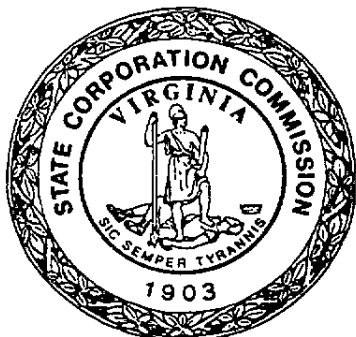
State Corporation Commission

I Certify the Following from the Records of the Commission:

a Virginia Limited Liability Company certificate was filed in this office on April 30, 1996 by NETWORK INTERNATIONAL, LC.

a certificate of cancellation has not been filed in this office by NETWORK INTERNATIONAL, LC.

Nothing more is hereby certified.



Signed and Sealed at Richmond
on this Date: June 05, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission