

# N98000006081

Pennington Law Firm

Requestor's Name

215 S Monroe

Address

Tallahassee FL 32301 222-3538

City/State/Zip

Phone #

Office Use Only

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

1. The National Cyber Agent Association, Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 DEC 14 PM 2:19

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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\*\*\*\*\*43.75 \*\*\*\*\*43.75

*See* 12/15



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 11, 1998

PENNINGTON LAW FIRM

TALLAHASSEE, FL

SUBJECT: THE NATIONAL CYBERAGENT ASSOCIATION, INC.  
Ref. Number: N98000006081

We have received your document for THE NATIONAL CYBERAGENT ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The amendment states the board of directors shall be eleven, and only four are listed. Please correct your document accordingly.

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) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 798A00058579

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REPLY TO:  
P.O. BOX 10095  
TALLAHASSEE, FL 32302-2095

December 14, 1998

Ms. Teresa Brown  
Corporate Specialist  
Division of Corporations  
Florida Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

Re: The National CyberAgent Association, Inc.

Dear Ms. Brown:

It was a pleasure speaking with you this morning regarding the Articles of Amendment for the above referenced corporation.

As required by Section 617.1006(4), I have inserted the date of the adoption of the amendment into the first paragraph of the enclosed Articles of Incorporation.


As discussed, the first paragraph of the Articles of Amendment states that the members of the corporation are not entitled to vote on proposed amendments to the Articles of Incorporation.

With regard to your comment about the number of directors listed in the articles, I have revised this section of the Articles of Amendment to clarify that the directors named in the Articles of Incorporation are initial directors.

If you have any additional comments or questions, please do not hesitate to call.

Thank you for your assistance in this matter.

Sincerely,



Douglas S. Bell

DSB:mjl

**ARTICLES OF AMENDMENT**

**OF**

**THE NATIONAL CYBERAGENT ASSOCIATION, INC.**

**A Florida Not-For-Profit Corporation**

The National CyberAgent Association, Inc. (hereinafter referred to as the "Corporation"), a Florida Not-For-Profit Corporation, the members of which are not entitled to vote on proposed amendments to the articles of incorporation, by a unanimous vote on November 20, 1998 of its directors now in office, does hereby amend the articles of incorporation as follows:

1. Article 6 is hereby deleted in its entirety and replaced with the following:

**ARTICLE 6**

**DIRECTORS**

The affairs of the Association shall be managed under the direction and supervision of a Board of eleven (11) Directors, five (5) of whom shall be elected by the members of the Association and six (6) of whom shall be appointed by Willow CSN, Incorporated ("Willow"). The names and addresses of the persons who are to act in the capacity of initial Directors until the selection of the entire Board of eleven (11) Directors are as follows:

<u>Name</u>	<u>Address</u>
Marcus Dumas	10275 Collins Avenue, Suite 1531 Miami, Florida 33154-1424
Lisa Layne	10275 Collins Avenue, Suite 1531 Miami, Florida 33154-1424
Karla Reynolds	10275 Collins Avenue, Suite 1531 Miami, Florida 33154-1424
Marcia Fulton	700 Swan Avenue Miami Springs, Florida 33166

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TALLAHASSEE, FLORIDA

The organizational meeting of the directors and the first annual meeting of the members of the Association shall be held at such date, time and place as determined by the Board of Directors, but no later than January 15, 1999. At the first annual meeting of the members of the Association and at each annual meeting thereafter, the members of the Association shall elect, by a majority vote of all of the voting members of the Association, five (5) Directors who are members of the Association, each for a term of one (1) year. At the first annual meeting of the members of the Association and at each annual meeting thereafter, the Board of Directors of Willow shall designate six (6) Directors who need not be members of the Association, each for a term of one (1) year.

The number of Directors, the Directors' terms of office, the Director qualifications, and the Director election procedure may only be changed by amendment to these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned Corporation has caused these Articles of Amendment to be signed by the duly elected and authorized Chairman of the Board of Directors this 20th day of November, 1998.

The National CyberAgent Association, Inc.

By: Marcus Dumas  
Marcus Dumas, Chairman of the Board