

P010000047107

FILED

01 MAY -7 PM 3:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

600004140116--1  
-05/08/01--01009--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: NETWORK MANAGERS, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for the \$70.00 filing fee.

FROM: Stephen G. Johnston  
1834 Deer Run Trail  
Jacksonville, FL 32246  
904-221-5805

Stephen Johnston  
AUTHORIZATION BY PHONE TO  
CORRECT Article IV  
DATE 5-10  
DOC. EXAM CB

CB 5-18

ARTICLES OF INCORPORATION  
OF  
NETWORK MANAGERS, INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-NAME

The name of this Corporation is NETWORK MANAGERS, INC..

ARTICLE II-PRINCIPAL OFFICE

The street address of the initial principal place of business and mailing address of this Corporation are 1834 DEER RUN TRAIL, JACKSONVILLE, FL 32246.

ARTICLE III-CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$.01 per share.

ARTICLE IV-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202. Professional Association

ARTICLE V-INDEMNIFICATION

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI-INCORPORATOR

The name and street address of the incorporator are STEPHEN G. JOHNSTON, 1834 DEER RUN TRAIL, JACKSONVILLE, FL 32246.


ARTICLE VII-BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VIII-AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of MAY, 2001.

A handwritten signature in black ink, appearing to be "C. H. [unclear]", is written over a horizontal line.

179409.1

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, NETWORK MANAGERS, INC., organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is NETWORK MANAGERS, INC.
2. The name and address of the registered agent and office are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, SMITH HULSEY & BUSEY HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. SMITH HULSEY & BUSEY FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

SMITH HULSEY & BUSEY Professional  
Association

By: John M. Johnston  
Its Treasurer

Date: 5/4/01