

JOHN A. PANYKO, P.A.  
BOARD CERTIFIED TAX ATTORNEY

PHONE (850) 438-7272

FACSIMILE (850) 438-7224

P98000085806

October 2, 1998

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-10/05/98--01030--004  
\*\*\*\*122.50 \*\*\*\*\*78.75

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

RE: Network Management Group, Inc./Incorporation

Gentlemen:

Enclosed herewith please find executed original and copy of Articles of Incorporation with respect to Network Management Group, Inc.

Also enclosed please find our check in the amount of \$122.50 in payment of the following fees:

Designation of Registered Agent	35.00
Filing Fee	35.00
Certified Copy	<u>52.50</u>
TOTAL	\$122.50

Please file the Articles of Incorporation and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

Sincerely,

  
John A. Panyko  
For the Firm

JAP\cmw

Enclosures (2)

FILED  
98 OCT -5 AM 9:28  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
CPB  
10-7-98  
5

**ARTICLES OF INCORPORATION  
OF  
NETWORK MANAGEMENT GROUP, INC.**

**FILED**  
98 OCT -5 AM 9:28  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME AND PRINCIPAL OFFICE**

The name of this corporation is NETWORK MANAGEMENT GROUP, INC., and its principal office is located at 8550J Scenic Highway, Pensacola, Florida 32514, its mailing address is the same.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock, all of one class and series.

**ARTICLE V**

**PREEMPTIVE RIGHTS**

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 200 South Tarragona Street, Pensacola, Florida 32501, and the name of this corporation's initial registered agent is JOHN A. PANYKO.

**ARTICLE VII**

**INCORPORATORS**

The name and address of the incorporator is JOHN A. PANYKO, 200 South Tarrogonia Street, Pensacola, Florida 32501.

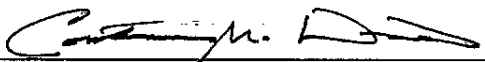
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of October, 1998.

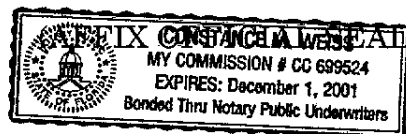
  
\_\_\_\_\_  
JOHN A. PANYKO, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 2nd day of October, 1998, by JOHN A. PANYKO, who personally appeared before me and who is personally known to me or who has produced driver's license as identification.

  
Notary Public, State of Florida  
Name: Constance M. Weiss  
Commission No. CC 699524  
My Commission Expires: 12.01.01



**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, JOHN A. PANYKO, am familiar with and hereby accept the appointment as Registered Agent for NETWORK MANAGEMENT GROUP, INC., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 2nd day of October, 1998.

  
\_\_\_\_\_  
JOHN A. PANYKO

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TALLAHASSEE, FLORIDA