

Attachment B - Articles of Incorporation and Certificate of Authority

See Attached

SOR-LLC



The State of Texas  
Secretary of State

CERTIFICATE OF ORGANIZATION  
OF  
NETWORKIP, L.L.C.  
FILING NUMBER 07056632

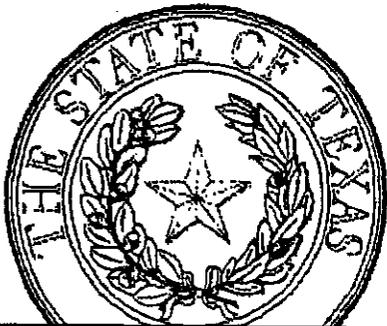
THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,  
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF ORGANIZATION FOR THE  
ABOVE NAMED COMPANY HAVE BEEN RECEIVED IN THIS OFFICE AND HAVE BEEN  
FOUND TO CONFORM TO LAW.

ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE  
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS  
CERTIFICATE OF ORGANIZATION.

ISSUANCE OF THIS CERTIFICATE OF ORGANIZATION DOES NOT AUTHORIZE  
THE USE OF A COMPANY NAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF  
ANOTHER ENTITY UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK  
LAW, THE ASSUMED BUSINESS OR PROFESSIONAL NAME ACT OR THE COMMON LAW.

DATED SEP. 30, 1999

EFFECTIVE SEP. 30. 1999



In the Office of the  
Secretary of State of Texas

Articles of Organization  
of  
Network/IP, L.L.C.

SEP 30 1999

Corporations Section

The undersigned, acting as the sole organizer of a limited liability company under the Texas Limited Liability Company Act (the "Act"), does hereby adopt the following Articles of Organization for Network/IP, L.L.C. (the "Company"):

ARTICLE ONE

The name of the Company is Network/IP, L.L.C.

ARTICLE TWO

The period of duration of the Company is perpetual, or until the earlier dissolution of the Company in accordance with the provisions of its regulations.

ARTICLE THREE

The purpose for which the Company is organized is the transaction of any or all lawful business for which limited liability companies may be organized under the Act.

ARTICLE FOUR

The principal place of business of the Company in the State of Texas is 119 W. Tyler, Suite 260, Longview, Texas 75601.

ARTICLE FIVE

The name of the initial registered agent of the Company in the State of Texas is Ron Hutchison, and the address of such initial registered agent is 119 W. Tyler, Suite 260, Longview, Texas 75601.

ARTICLE SIX

The Company will not have managers. The names and addresses of the initial members are as follows:

Network Holding, L.L.P.  
119 W. Tyler, Suite 104  
Longview, Texas 75606

Pete Patullo  
119 W. Tyler, Suite 104  
Longview, Texas 75606

Simplified Telesys, Inc  
5000 Plaza on the Lake, Suite 170  
Austin, Texas 78746

**ARTICLE SEVEN**

The name and address of the organizer is:

Kenton L. Wilson  
2603 Augusta, Suite 1150  
Houston, Texas 77057

IN WITNESS WHEREOF, these Articles of Organization have been executed on  
September 30, 1999, by the undersigned.

ORGANIZER

  
Kenton L. Wilson

**ARTICLES OF CORRECTION**

This correction is submitted pursuant to Article 1302-7.01, Texas Miscellaneous Corporation Laws Act for a corporation or limited liability company, or pursuant to section 2.13, Texas Revised Limited Partnership Act for a limited partnership, to correct a document which is an inaccurate record of the entity action, contains an inaccurate or erroneous statement, or was defectively or erroneously executed, sealed, acknowledged or verified.

**ARTICLE ONE**

The name of the entity is NetworkIP, L.L.C.

**ARTICLE TWO**

The document to be corrected is the Articles of Organization which was filed in the Office of Secretary of State on the 30<sup>th</sup> day of September, 1999.

**ARTICLE THREE**

The inaccuracy, error, or defect to be corrected is Article Six which erroneously listed the individual partners of Network Enhanced Telecom, L.L.P., a limited liability partnership, as the members of NetworkIP, L.L.C., instead of the Partnership itself as the only member of NetworkIP, L.L.C.

**ARTICLE FOUR**

As corrected, the inaccurate, erroneous, or defective portion of the document reads as follows:

**ARTICLE SIX**

The Company will not have managers. The name and address of the initial member is as follows:

Network Enhanced Telecom, L.L.P.  
119 W. Tyler, Suite 168  
Longview, Texas 75601

By:   
Ron Hutchison, Authorized Limited Liability  
Company Member



## OFFICE OF THE SECRETARY OF STATE

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JESSE WHITE • Secretary of State

FEBRUARY 10, 2000

0037713-9

NATIONAL CORPORATE RESEARCH LT  
1 W OLD STATE CAPITAL PLZ #805  
SPRINGFIELD, IL 62701-0000

RE NETWORKIP, L.L.C.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND AN APPROVED APPLICATION OF ADMISSION.

THE LIMITED LIABILITY COMPANY MUST FILE AN ANNUAL REPORT PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SINCERELY YOURS,

*Jesse White*

JESSE WHITE  
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES  
LIMITED LIABILITY COMPANY DIVISION  
TELEPHONE (217)524-8008

JW:LLC

Form **LLC-45.5**  
January 1999

George H. Ryan  
Secretary of State  
Department of Business Services  
Limited Liability Company Division  
Room 359, Howlett Building  
Springfield, IL 62756  
http://www.sos.state.il.us

*Payment must be made by certified check, cashier's check, Illinois attorney's C.P.A.'s check or money order, payable to "Secretary of State."*

**Illinois**  
**Limited Liability Company Act**  
Application for Admission to Transact Business

**[Redacted]**  
Must be typewritten  
This space for use by Secretary of State  
Date: 02/10/2000  
Assigned File #: 0037 713 9  
Filing Fee: \$400.00  
Penalty: LB  
Approved: [Redacted]

This space for use by Secretary of State  
**FILED**  
FEBRUARY 10, 2000  
LIMITED LIABILITY CO. DIV.  
JESSE WHITE  
SECRETARY OF STATE  
**PAID**  
FEBRUARY 10, 2000

1. Limited Liability Company name: NETWORKIP, L.L.C.  
(Must comply with Section 1-10 of ILCA or article 2 below applies.)
2. The assumed name, other than the true company name, under which the LLC proposes to transact business in Illinois is: \_\_\_\_\_  
(If applicable, a form LLC-1.20; Application to Adopt an Assumed Name, is required to be completed and attached to this application.)
3. Federal Employer Identification Number (F.E.I.N.): 75-2842014
4. Jurisdiction of Organization: Texas
5. Date of Organization: 9/30/99
6. Period of Duration: perpetual  
(See #14 on back)
7. The address, including county, of the office required to be maintained in the jurisdiction of its organization, or if not required, of the principal place of business (Post office box alone and c/o are unacceptable):  

|                              |                         |                       |
|------------------------------|-------------------------|-----------------------|
| <u>119 West Tyler Street</u> |                         | <u>Suite 168</u>      |
| <small>Number</small>        | <small>Street</small>   | <small>Suite</small>  |
| <u>Longview TX</u>           | <u>75601</u>            | <u>Gregg</u>          |
| <small>City/State</small>    | <small>ZIP Code</small> | <small>County</small> |
8. Registered agent: National Corporate Research, Ltd.  

|                           |                            |                          |
|---------------------------|----------------------------|--------------------------|
| <small>First Name</small> | <small>Middle Name</small> | <small>Last Name</small> |
|---------------------------|----------------------------|--------------------------|
- Registered Office: One West Old State Capial Plaza, Suite 805  

|                       |                       |                         |
|-----------------------|-----------------------|-------------------------|
| <small>Number</small> | <small>Street</small> | <small>Suite #</small>  |
| <u>Springfield</u>    | <u>Illinois</u>       | <u>62701</u>            |
| <small>City</small>   | <small>County</small> | <small>ZIP Code</small> |

(P.O. Box or c/o are unacceptable)
9. The date on which this foreign LLC first did business in Illinois: upon qualification

**LLC-45.5**

10. The purpose or purposes for which the company is organized and proposes to conduct in this State: Include the business code # (IRS Form 1065).

Provide Telecommunication Services

11. The limited liability company is managed by:

anager(s)  
Listed in member(s)

12. The Illinois Secretary of State is hereby appointed the agent of the limited liability company for service of process under the circumstances set forth in a subsection (b) of Section 1-50 of the ILLCA.

13. This application is accompanied by a certificate of good standing or existence, as well as a copy of the articles of organization, as amended, duly authenticated within the last thirty (30) days, by the officer of the state or country wherein the LLC is formed.

14. If the period of duration is a date certain and is not stated in the Articles of Organization from the domestic state, a copy of that page from the Operating Agreement stating the date must also be submitted.

15. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated December 2, 1999.



(Signature)

(Signature must comply with Section 5-45 of ILLCA)

RON HUTCHISON, 

(Type or print name)

\*(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

\*Please refer to Sections 178.20(d) and (e) of the Administrative Rules  
LLC-17.3