STATE OF MISSOURI

# John R. Ashcroft Secretary of State

CORPORATION DIVISION CERTIFICATE OF GOOD STANDING

I, JOHN R. ASHCROFT, Secretary of State of the STATE OF MISSOURI, do hereby certify that the records in my office and in my care and custody reveal that

#### MISSOURI NETWORK ALLIANCE, L.L.C. LC0028395

was created under the laws of this State on the 21st day of May, 1999, and is active, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 12th day of July, 2024.

Secretary of State

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Certification Number: CERT-07122024-0013

## ARTICLES OF ORGANIZATION OF MISSOURI NETWORK ALLIANCE, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Missouri Limited Liability Company Act, hereby adopts the following Articles of Organization:

#### **ARTICLE I**

The name of the limited liability company is MISSOURI NETWORK ALLIANCE, L.L.C. (the "Company").

#### **ARTICLE II**

The purposes for which the Company is formed are (a) to provide all forms of communication goods and services within and beyond the State of Missouri; and (b) the transaction of any or all lawful business for which a limited liability company may be organized under Sections 347.010 to 347.187 of the Revised Statutes of Missouri. The enumeration of purposes and powers herein shall not be deemed to exclude or in any way limit by inference any purposes or powers which this Company has power to exercise, whether expressly by the laws of the State of Missouri, now or hereafter in effect or implied by any reasonable construction of such laws.

#### **ARTICLE III**

The address, including street and number, if any, of the registered office and name of the registered agent in the State of Missouri is:

John M. Keller
Dunn Keller Gillespie
Johnston & Latz, L.C.
406 Plaza Center Building
800 West 47th Street
Kansas City, Missouri 64112

# FILED MAY 2 1 1999

#### **ARTICLE IV**

The management of the Company is vested in one or more managers of the Company pursuant to, and in accordance with, the Company's Operating Agreement initially approved by all members of the Company.

#### ARTICLE V

The latest date on which the Company is to dissolve is December 31, 2029.

#### **ARTICLE VI**

The name and address of the organizer of the Company is:

John M. Keller
Dunn Keller Gillespie
Johnston & Latz, L.C.
406 Plaza Center Building
800 West 47th Street
Kansas City, Missouri 64112

#### **ARTICLE VII**

- A. Any member of this Company acting in the capacity of manager shall not be personally liable to the Company or its members for monetary damages for breach of fiduciary duty except for liability arising out of (i) any breach of the member's duty of loyalty to the Company or its members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law, or (iii) a transaction from which the member derived an improper personal benefit.
- B. Each individual who acts in the capacity as manager of the Company (and the heirs, executors, personal representatives or administrators of such individual) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was acting as a manager of the Company or is or was serving at the request of the Company as a manager, director, officer, partner, trustee, employee or agent of another limited liability company, corporation, partnership, joint venture, trust, employee benefit plan or other enterprise ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The right to indemnification conferred in this Article shall be a contract right.
- C. The Company may provide indemnification to such of the members, officers, employees and agents of the Company to such extent and to such effect as the members shall determine to be appropriate and authorized by applicable law.
- D. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the articles of organization or operating agreement of the Company, agreement, vote of members or otherwise.
  - E. Any repeal or amendment of this Article by the members of the Company shall

not adversely affect any right or protection of any member who incurred any such indemnified liability prior to the time of such repeal or amendment.

#### **ARTICLE VIII**

Solely for purposes of filing federal and state income tax returns and for the purpose of determining income tax treatment under the Internal Revenue Code of 1986, as amended, the Company shall be considered a partnership rather than a corporation. The Members shall not be partners one to another, or partners as to any third party. To the extent any member, by word or action, represents to another person that any other member is a partner or that the Company is a partnership (other than for federal and state income tax purposes), the member making such wrongful representation shall be liable to any other member who incurs personal liability by reason of such wrongful representation.

The undersigned organizer hereby affirms, under the penalties of perjury, that the facts stated in these Articles of Organization are true and that the undersigned is duly authorized to execute these Articles.

IN WITNESS WHEREOF, the undersigned organizer of the Company, hereby executes these Articles of Organization on the 1914 day of 1999.

John M. Keller, Organizer

### **ACKNOWLEDGEMENT**

STATE OF MISSOURI ) ) ss.	
COUNTY OF JACKSON )	
On this 19th day of May me personally known, who, being by me duly free act and deed of the limited liability comp	, 1999, before me appeared John M. Keller, to sworn, acknowledged such instrument to be the any.
IN TESTIMONY WHEREOF, I have on the day and year last above written.	ve hereunto set my hand and affixed my official seal
	Notary Public
My Commission Expires:	JENNIFER L. LEAP Notary Public - Notary Seal STATE OF MISSOURI Jackson County My Commission Expires: Dec. 1, 2000

F I L E D
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STATE OF MISSOURI

# Rebecca McDowell Cook Secretary of State

CERTIFICATE OF ORGANIZATION
LIMITED LIABILITY COMPANY

WHEREAS,

MISSOURI NETWORK ALLIANCE, L.L.C.

FILED ITS ARTICLES OF ORGANIZATION WITH THIS OFFICE ON THE 21ST DAY OF MAY, 1999, AND THAT FILING WAS FOUND TO CONFORM TO THE MISSOURI LIMITED LIABILITY COMPANY ACT;

NOW, THEREFORE, I, REBECCA McDOWELL COOK, SECRETARY OF STATE, STATE OF MISSOURI, BY VIRTUE OF AUTHORITY VESTED IN ME BY LAW, DO CERTIFY AND DECLARE THAT ON THE 21ST DAY OF MAY, 1999, THE ABOVE ENTITY IS A LIMITED LIABILITY COMPANY, ORGANIZED IN THIS STATE AND ENTITLED TO ANY RIGHTS GRANTED TO LIMITED LIABILITY COMPANIES.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 21ST DAY OF MAY, 1999.

Secretary of State

\$105.00