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Division of Corporations
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From:
Account Name : EDWARDS & ANGELL
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TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

XCoverly Inc.

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. XCovery Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-5072184

(FEI number, if applicable)

4. June 20, 2006

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing.

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 700 Harris Street, Suite 203, Charlottesville, VA 29903

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Angell Corporate Services, Inc.

Office Address: One North Clematis Street, Suite 400

West Palm Beach Florida 33401

(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ANGELL CORPORATE SERVICES, INC.



(Registered agent's signature)

Dana T. Pickard, Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable) Chairman: Address:

Director: Sheridan G. Snyder

Address: 700 Harris Street, Suite 203, Charlottesville VA 29903

Director: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Sheridan G. Snyder

Address: 700 Harris Street, Suite 203, Charlottesville VA 29903

Vice President: Sheridan D. Snyder

Address: 700 Harris Street, Suite 203, Charlottesville VA 29903

Secretary Elizabeth A. Ratcliffe

Address: 700 Harris Street, Suite 203, Charlottesville VA 29903

Treasurer: Elizabeth A. Ratcliffe

Address: 700 Harris Street, Suite 203, Charlottesville VA 29903

Assistant Secretary Teri A. Swift

Address: 700 Harris Street, Suite 203, Charlottesville VA 29903

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. EARatcliffe SECRETARY

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Elizabeth A. Ratcliffe, Secretary

(Typed or printed name and capacity of person signing application)

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Delaware

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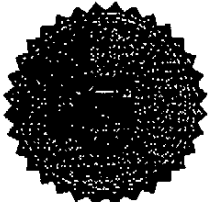
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "XCOVERY INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF JUNE, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "XCOVERY INC." WAS INCORPORATED ON THE TWENTIETH DAY OF JUNE, A.D. 2006.

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TALLAHASSEE, FLORIDA



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060593068

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4841003

DATE: 06-20-06

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