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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

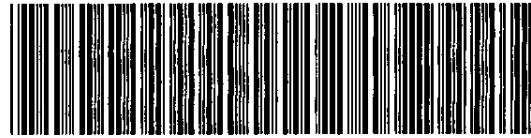
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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11 OCT -4 PM 3:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
10/5

## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** XMi Holdings, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Karen Norris

Name of Person

XMi Holdings, Inc.

Firm/Company

618 Church Street Suite 220

Address

Nashville, TN 37219

City/State and Zip code

knorris@xmih.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Karen Norris

Name of Person

at ( 615 ) 345-9518

Area Code & Daytime Telephone Number

**STREET/COURIER ADDRESS:**

New Filing Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☒ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. XMI Holdings, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Tennessee

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

3. 62-1766388

(FEI number, if applicable)

4. January 12, 1999

(Date of incorporation)

5. perpetual

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

6. September 6, 2011

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 618 Church St Suite 220 Nashville, TN 37219

(Principal office address)

618 Church St Suite 220 Nashville, TN 37219

(Current mailing address)

8. \_\_\_\_\_

(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 **NOT** acceptable)

Name: Erin Halstead

Office Address: 313 N Oxford Dr.

Englewood

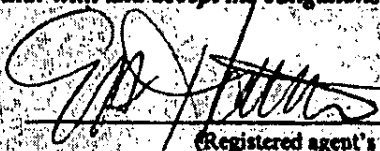
(City)

Florida 34223

(Zip code)

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.*



(Registered agent's signature)

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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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Michael Schmerling

Address: 618 Church St Suite 220  
Nashville, TN 37219

Vice Chairman: Not Applicable

Address: \_\_\_\_\_

Director: Robert McKown

Address: 618 Church St Suite 220  
Nashville, TN 37219

Director: Stan Snipes

Address: 618 Church St Suite 220  
Nashville, TN 37219

**B. OFFICERS**

President: James Phillips

Address: 618 Church St Suite 220  
Nashville, TN 37219

Vice President: Not Applicable

Address: \_\_\_\_\_

Secretary: Teresa Kersey

Address: 618 Church St Suite 220, Nashville, TN 37219

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. Robert McKown

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Robert McKown Director

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

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TALLAHASSEE, FLORIDA

**Additional Directors**

**James Shmerling  
618 Church St  
Suite 220  
Nashville, TN 37219**

**Michael Rosen  
618 Church St  
Suite 220  
Nashville, TN 37219**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**



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11 OCT -4 PM 3:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF TENNESSEE**  
**Tre Hargett, Secretary of State**  
Division of Business Services  
William R. Snodgrass Tower  
312 Rosa L. Parks AVE, 6th FL  
Nashville, TN 37243-1102

**FLORIDA DEPT OF BUSINESS & PROFESSIONAL REGULATIONS**

September 27, 2011

618 CHURCH ST - STE 220  
NASHVILLE, TN 37219

**Request Type: Certificate of Existence/Authorization**

Request #: 0048129

Issuance Date: 09/27/2011

Copies Requested: 1

**Document Receipt**

Receipt #: 546446

Filing Fee: \$20.00

Payment-Check/MO - XMI HOLDINGS, INC, NASHVILLE, TN

\$20.00

**Regarding: XMI HOLDINGS, INC.**

Filing Type: Corporation For-Profit - Domestic

Formation/Qualification Date: 01/12/1999

Status: Active

Duration Term: Perpetual

Control #: 363957

Date Formed: 01/12/1999

Formation Locale: Davidson County

Inactive Date:

**CERTIFICATE OF EXISTENCE**

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

**XMI HOLDINGS, INC.**

\* is a Corporation duly incorporated under the law of this State with a date of incorporation and duration as given above;

\* has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;

\* has filed the most recent corporation annual report required with this office;

\* has appointed a registered agent and registered office in this State;

\* has not filed Articles of Dissolution or Articles of Termination. A decree of judicial dissolution has not been filed.

  
Tre Hargett  
Secretary of State

Processed By: Sheila Keeling