

# L0200000 8511

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

XOCONSULTING, LLC

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Document Examiner	DCC
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Acknowledgement	DCC
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Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

- \_\_\_\_ Art of Inc. File \_\_\_\_\_
- \_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_ Foreign Corp. File \_\_\_\_\_
- ☒ L.C. File \_\_\_\_\_
- \_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_ Cert. Copy \_\_\_\_\_
- ☒ Photo Copy \_\_\_\_\_
- \_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_ Courier \_\_\_\_\_

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

XOCONSULTING, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles Of Organization.

ARTICLE I. NAME

The name of the limited liability company shall be XOCONSULTING, LLC.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the company is 1410 West 24th Street, Miami Beach, Florida 33140.

ARTICLE III. DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department Of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Roger J. Merritt, Esq., Suite 218, 300 - 41st Street, Miami Beach, Florida 33140.

ARTICLE V. CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of

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the company the cash or property set forth in Exhibit "A".

#### ARTICLE VI. ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all of the members, or as provided in the regulations.

#### ARTICLE VII. ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional member shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all of the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VIII. MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

#### ARTICLE IX. MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company, and is, therefore, a manger-managed company. The regulations may contain any provisions for the

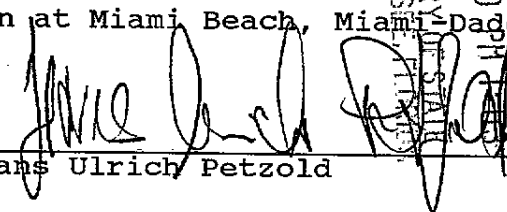
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regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial managers of the company are:

Ludwig Morasch  
9018 Star Island Way  
Hobe Sound, FL 33455

Hans Ulrich Petzold  
1410 West 24th Street  
Miami Beach, FL 33140

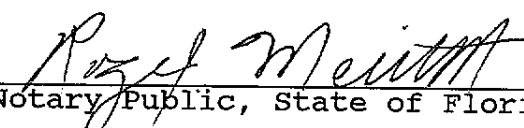
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Miami Beach, Miami Dade County, Florida, on April 9, 2002.

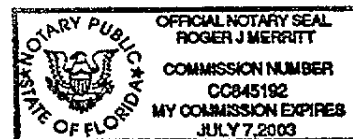
  
Hans Ulrich Petzold

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STATE OF FLORIDA            )  
                                  ) ss:  
COUNTY OF MIAMI-DADE    )

Sworn to, subscribed, and acknowledged before me this April 9, 2002, by HANS ULRICH PETZOLD.

  
Notary Public, State of Florida  
ROGER J. MERRITT



printed name of notary public

Commission Number: CC845192

Personally Known \_\_\_\_\_ OR Produced Identification ☒

Type of Identification Produced Florida driver's license

#### EXHIBIT "A"

The total amount of cash or property anticipated to be contributed by the members is \$ 4,000.00, of which \$2,000.00 cash has been contributed.

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE

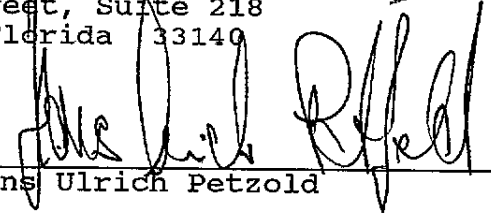
Under the provisions of Florida Statute section 608.414 or 608.507, XOCONSULTING, LLC submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is  
XOCONSULTING, LLC.

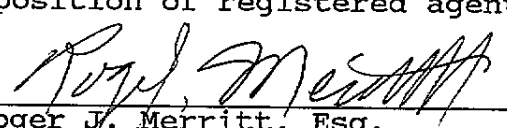
2. The name and street address of the registered agent in  
Florida are:

Roger J. Merritt, Esq.  
300 - 41st Street, Suite 218  
Miami Beach, Florida 33140

Dated: April 9, 2002.

  
Hans Ulrich Petzold

The undersigned, being the person named in the articles of organization of XOCONSULTING, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Roger J. Merritt, Esq.  
Date: April 9, 2002

ROGER J. MERRITT

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TALLAHASSEE, FLORIDA

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