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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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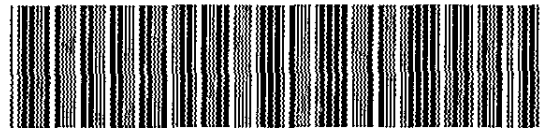
(Business Entity Name)

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EFFECTIVE DATE

1/1/04

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SECRETARY DIVISION
NOTARY PUBLIC

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Axcione Publishing, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

EFFECTIVE DATE
11/1/04

Eric Pouders
(Name of Person)

Axcione Publishing
(Firm/Company)

3530 Tabernack Pl
(Address)

Tampa, FL 33607
(City/State and Zip Code)

For further information concerning this matter, please call:

Eric Pouders at (888) 297-0368
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
11/1/04

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Axione Publishing, LLC.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

3530 Tabernacle Pl
Tampa, FL 33607

Mailing Address:

3530 Tabernacle Pl
Tampa, FL 33607

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Eric Pouders

Name

3530 Tabernacle Pl

Florida street address (P.O. Box **NOT** acceptable)

Tampa FL 33607

City, State, and Zip

EFFECTIVE DATE

7/1/04

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

[Signature]
Registered Agent's Signature

0 DEC 19 PM 12:59

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DIVISION OF CORPORATIONS

(CONTINUED)

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Eric Pouders
3530 Tabernacle Pl
Tampa, FL 33607


MGRM

Gavin Milner
890 Chestnut St. #304
San Francisco, CA 94133

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Eric Pouders

Typed or printed name of signer

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

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DIVISION OF CORPORATIONS

ARTICLE V - Effective Date:

The Effective Date shall be 1/1/04.

[Signature]

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CORPORATIONS