

FEB. 18. 2005 5:00PM
Division of Corporations

GRAYROBINSON PA 813-273-5145

NO. 1320

LD5000017487

Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

Xanthus Franchise Group, LLC

Certificate of Status	1
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Allen - Xanthus Franchise Group
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**ARTICLES OF ORGANIZATION
OF
XANTHUS FRANCHISE GROUP, LLC**

1. Name. The name of this limited liability company is **Xanthus Franchise Group, LLC** (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The street address of the Company's principal office is 140 Pine Ridge Drive, Davenport, Florida 33897. The mailing address is P. O. Box 2485, Winter Haven, Florida 33883.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Clayton N. Allen. The street address of the initial registered agent of the Company is 140 Pine Ridge Drive, Davenport, Florida 33897.

6. Management of the Company. The Company shall be managed by a Manager in accordance with the Operating Agreement adopted by the members.

7. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company in accordance with the provisions of such agreement.

The undersigned executed these Articles of Organization on the 18th day of February, 2005.



Clayton N. Allen, 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.)

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and 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 as provided for in Chapter 608, F.S.



Clayton N. Allen

Dated: February 18, 2005.

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