

OCT. 25. 2005 10:52AM
Division of Corporations

BUSH ROSS P A

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Florida Department of State
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From:

BARBARA ROWE
Account Name : BUSH ROSS, P.A.
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LIMITED LIABILITY COMPANY

XAT ACQUISITION, LLC

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DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION
OF
XAT ACQUISITION, LLC**

The undersigned, acting as an authorized representative of the initial members of the above captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I
NAME**

The name of this limited liability company is XAT ACQUISITION, LLC (the "Company") and its principal office and mailing address is 4008 W. South Avenue, Tampa, Florida 33614.

**ARTICLE II
EFFECTIVE DATE**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

**ARTICLE III
PURPOSE OF ORGANIZATION**

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under Florida law.

Barbara Rowe, Legal Assistant
Bush Ross Gardner Warren & Rudy, P.A.
220 S. Franklin Street, Tampa, FL 33602
813-224-9255
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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the Company at such address is Joseph A. Probasco, Esq.

ARTICLE V

MANAGEMENT OF THE COMPANY

The Company shall be a manager managed company as set forth in the Company's Operating Agreement.

ARTICLE VI

OPERATING AGREEMENT

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

ARTICLE VII

INDEMNIFICATION

If the criteria set forth in §608.4229, *Florida Statutes*, or any successor statute, and the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4229, *Florida Statutes*.

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IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this 25th day of October, 2005.


Joseph A. Probasco, Authorized Representative

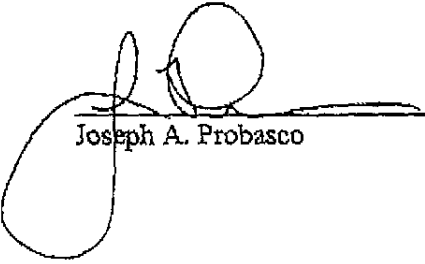
**CERTIFICATE DESIGNATING
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, XAT ACQUISITION, LLC desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates Joseph A. Probasco, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.


Joseph A. Probasco, Authorized Representative

ACKNOWLEDGMENT

I hereby accept my appointment as Registered agent of the above named Company and agree to act as such in accordance with the provisions of §§48.091 and 608.415, *Florida Statutes*.


Joseph A. Probasco

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