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DIVISION OF CORPORATIONS

W06-25305

B. McKnight JUN 13 2006

RICHARD S. RUSSELL, P.A.

Attorney at Law

2263 N.W. 2ND AVENUE, SUITE 211
BOCA RATON, FLORIDA 33431

TEL: (561) 347-7477

FAX: (561) 347-7789

May 22, 2006

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

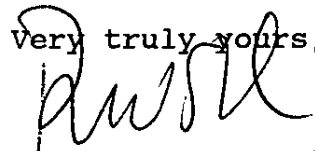
Re: FxDevices, L.L.C.

Gentlemen:

We are enclosing the Articles of Organization for FxDevices, L.L.C. Additionally you will find an Acceptance of Registered Agent as well as check in the amount of \$125.00 to cover the filing fee.

Will you please file these articles and notify us that the L.L.C. has been approved by your office. We are enclosing a stamped addressed letter for your use. If you need anything else, please let us know.

Very truly yours,



Richard S. Russell
RSR:bm
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 2, 2006

RICHARD S RUSSELL PA
2263 NW 2ND AVE SUITE 211
BOCA RATON, FL 33431

SUBJECT: FXDEVICES, L.L.C.
Ref. Number: W06000025305

We have received your document for FXDEVICES, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 906A00038406

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION
of
FxDevices, L.L.C.

The undersigned certifies that he has this document for the purpose of creating a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. He further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the Limited Liability Company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Limited Liability Company shall be FxDevices, L.L.C., and its principal office shall be located at One South Ocean Blvd., Suite 324, in the City of Boca Raton, County of Palm Beach, State of Florida 33432, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general

nature of the business or business to be transacted, and which the Limited Liability Company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this Limited Liability Company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated in these Articles, and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement to develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted

shall be constructed as both purposes and powers of this Limited Liability Company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or constructed as authorizing or permitting, or purporting to authorize or permit the Limited Liability Company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida law, lawfully carry on, exercise or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this Limited Liability Company shall be managed under the direction of the members of this Limited Liability Company. This Article may be amended from time to time in the Regulations of the Limited Liability Company by a vote of the members of the Limited Liability Company.

ARTICLE IV

MANAGEMENT

This Limited Liability Company shall be managed by one

Manager. The name and address of the person who shall serve until a successor is elected and qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN D. HODGEMAN	2461 Queen Palm Road Boca Raton, FL 33432

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except with unanimous written consent of all members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of Five Hundred Dollars (\$500.00) cash shall be paid by each of the Members to the Limited Liability Company by the members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Future Members will make contributions in equal shares.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the Limited Liability Company business that remain after the payment of the expenses of conducting the business of the Limited Liability Company. Each member shall be entitled to an equal distribution of the share of the profits. The distribution of the share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the Limited Liability Company, the month and day of the commencement date being August 1st.

(b) Losses. All losses that occur in the operation of the Limited Liability Company business shall be paid out of the capital of the Limited Liability Company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII

DURATION

This Limited Liability Company shall exist until dissolved in a manner provided by law, or as provided in the Regulations adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is One South Ocean Blvd., Suite 324, City of Boca Raton, County of Palm Beach, State of Florida 33432, and the name of the Company's initial Registered Agent at that address is JOHN D. HODGEMAN.

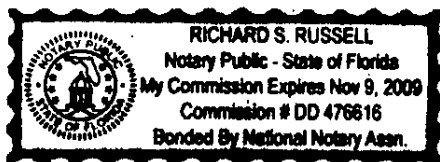
The undersigned, being the original member of the Limited Liability Company, certifies that this instrument constitutes the proposed Articles of Organization of FxDevices, L.L.C. He further certifies that he is the original and named registered agent at the registered office of the L.L.C.

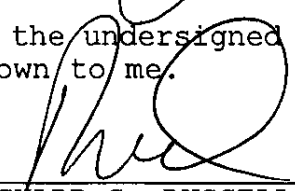
Executed by the undersigned at Boca Raton, Florida,
on April 18th, 2006.



JOHN D. HODGEMAN

Sworn to and subscribed before me the undersigned authority by JOHN D. HODGEMAN who is personally known to me.





RICHARD S. RUSSELL
Notary Public-State of Florida

ACCEPTANCE OF REGISTERED AGENT OF
FxDevices, L.L.C.

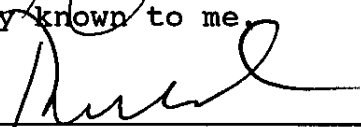
The undersigned JOHN D. HODGEMAN hereby accepts the appointment by FxDevices, L.L.C. as the Registered Agent for the Limited Liability Company and states that he is familiar with, and accepts, the obligations of the position as provided for in F.S. 608.415. He further states that his address is the same as the registered office of the L.L.C., to wit: One South Ocean Blvd., Suite 324, Boca Raton, Florida 33432.

Dated this 18th day of April 2006 at Boca Raton, FL.

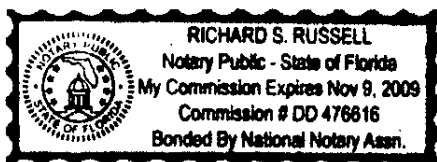


JOHN D. HODGEMAN

Sworn to and subscribed before me on the aforementioned date by JOHN D. HODGEMAN who is personally known to me.



RICHARD S. RUSSELL
Notary Public - State of Florida



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DIVISION OF CORPORATIONS
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

In compliance with Florida Statutes, Section 608.407, the undersigned member of FxDevices, L.L.C, deposes and says:

1. The Limited Liability Company identified above has two (2) members.
2. The total amount of cash contributed by the member is \$500.00.
3. The total amount of cash or property anticipated to be contributed by the members is \$1,000.00. This total includes the amount in number 2 above.



JOHN D. HODGEMAN

18th The foregoing instrument was acknowledged before me this day of April, 2006, by JOHN D. HODGEMAN, Member, on behalf of FxDevices, LLC, a Limited Liability Company. He is personally known to me.



Notary Public -State of Florida at Large

Richard S. Russell

My Commission expires:

