

L07000025692

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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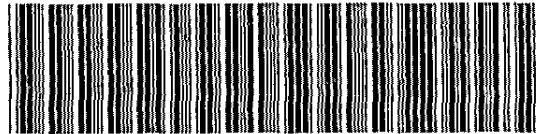
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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REGISTRATION  
DIVISION  
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 792198 7494562

AUTHORIZATION :

COST LIMIT : \$ 155.00

FILED  
07 MAR - 8 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : March 7, 2007

ORDER TIME : 4:40 PM

ORDER NO. : 792198-005

CUSTOMER NO: 7494562

DOMESTIC FILING

NAME: XPX FINANCE, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
XPX FINANCE, LLC**

**FILED**  
07 MAR -8 PM 1:34  
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TALLAHASSEE, FLORIDA

**ARTICLE I  
Name**

The name of the Limited Liability Company is **XPX FINANCE, LLC** (the "Company").

**ARTICLE II  
Address**

The mailing address and street address of the principal office of the Company is 310 Waymont Ct., Suite 104, Lake Mary, Florida 32746.

**ARTICLE III  
Registered Agent**

The name of the Company's registered agent in the State of Florida is Palmer Group, Inc., 310 Waymont Ct., Suite 104, Lake Mary, Florida 32746, Attn: Charles Palmer.

**ARTICLE IV  
Duration**

The period of duration for the Company shall be perpetual.

**ARTICLE V  
Management**

The Company is to be a manager-managed company and the name and address of the initial Manager is:

Utopian Realities, Inc.  
310 Waymont, Suite 104  
Lake Mary, Florida 32746  
Attn: Charles Palmer

**ARTICLE VI**  
**Admission of Additional Members**

Members shall have the right to admit additional members as provided by the Company's Operating Agreement or, if no Operating Agreement exists, then as provided by the Florida Limited Liability Company Act by a vote of a majority-in-interest of the members.

**ARTICLE VII**  
**Members' Rights to Continue Business**

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

**MANAGING MEMBER**

Utopian Realities, Inc.

By: Charles Palmer  
Its: President

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **XPX FINANCE, LLC**
2. The name and address of the registered agent and office is: Palmer Group, Inc., 310 Waymont Ct., Suite 104, Lake Mary, Florida 32746, Attn: Charles Palmer.

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.*

A handwritten signature in black ink, appearing to be 'Charles Palmer', written over a horizontal line.

By: Charles Palmer  
Its: President