2012 LIMITED LIABILITY COMPANY REINSTATEMENT

DOCUMENT# L08000033447

Entity Name: X FACTOR HOLDINGS, LLC

FILED May 23, 2012 Secretary of State

Current Principal Place of Business: New Principal Place of Business:

5703 RED BUG LAKE ROAD, SUITE 190 WINTER SPRINGS, FL 32708 US

Current Mailing Address: New Mailing Address:

5703 RED BUG LAKE ROAD, SUITE 190 WINTER SPRINGS, FL 32708 US

FEI Number: 26-2323126 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired (X)

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

PROPSTER, MITCH 5703 RED BUG LAKE ROAD, SUITE 190 WINTER SPRINGS, FL 32708 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: MITCHELL A PROPSTER

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM

Name: PROPSTER, MITCH

Address: 5703 RED BUG LAKE ROAD, SUITE 190 City-St-Zip: WINTER SPRINGS, FL 32708 US

I hereby certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statues.

SIGNATURE: MITCHELL A PROPSTER MGR 05/23/2012