

CSC

THE UNITED STATES
CORPORATION
COMPANY

990000001552

ACCOUNT NO. : 072100000032

REFERENCE : 173627 155222A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 18, 1999

ORDER TIME : 10:24 AM

ORDER NO. : 173627-005

CUSTOMER NO: 155222A

CUSTOMER: Adron Walker, Esq
BARNES WALKER, CHARTERED
BARNES WALKER, CHARTERED
3119 Manatee Avenue, West
Bradenton, FL 34205

DOMESTIC FILING

NAME: XPONENT INVESTMENT GROUP,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

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Name	OK 3-18
Availability	OK
Document	OK
Examination	OK
Preparer	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

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**ARTICLES OF ORGANIZATION
OF
XPONENT INVESTMENT GROUP, L.L.C.**

**ARTICLE I
Name**

The name of the limited liability company ("Company") is **Xponent Investment Group, L.L.C.**

**ARTICLE II
Address**

The mailing and street address of the Company's principal office is 208 25th Street West, Bradenton, Florida 34205.

**ARTICLE III
Duration**

The period of duration for the Company is perpetual.

**ARTICLE IV
Registered Agent and Office**

The name of Company's initial registered agent in Florida is Garret T. Barnes. The address of Company's registered office in Florida is 3119 Manatee Avenue West, Bradenton, Florida 34205.

**ARTICLE V
Management**

A. The Company is to be managed by Managers who will serve until the first annual meeting of the Members. The initial Managers are identified as follows:

Joseph H. Hunsader, whose address is 208 25th Street West, Bradenton, Florida, 34205.

Kenneth J. Hunsader, whose address is 208 25th Street West, Bradenton, Florida, 34205.

B. The Managers, acting jointly, shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs described in Florida Statutes Section 608.404, as from time to time amended.

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ARTICLE VI
Admission of New Members

The Members of the Company do not have the right to admit new Members, but the Managers of the Company have the right to admit new Members in accordance with the Regulations of the Company.

ARTICLE VII
Continuation of Business

A majority in interest of the remaining Members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

ARTICLE VIII
Voting Rights

Each Member's vote on matters relating to the Company on which Members are allowed to vote will be weighted in proportion to their ownership interest percentage in the Company compared to all other such interests.

ARTICLE IX
Profits and Losses Allocation

Profits and losses will be allocated to the Members in accordance with the Regulations of the Company.

ARTICLE X
Amendments


These Articles may be amended by filing Articles of Amendment with the Florida Department of State signed by the Managers.

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ARTICLE XI
Commencement

Pursuant to the provisions of Chapter 608, Florida Statutes, this Company shall begin in existence on March 12, 1999, at 12:01 A.M.

IN WITNESS WHEREOF, the undersigned authorized representative of a Member has executed these Articles of Organization as of the 12th day of March, 1999.



Garret T. Barnes, Authorized Representative of
Joseph H. Hunsader, Member

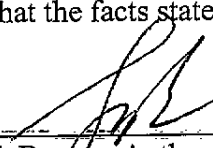
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Members or authorized representative of a Member of Xponent Investment Group, L.L.C., deposes and says:

1. The above named limited liability company has at least one Member.
2. The total amount of cash contributed by the Members is \$10.00.
3. The agreed value of property other than cash contributed by Members is \$0.00. A description of any such property is attached and made a part of this affidavit.
4. The total amount of cash or property anticipated to be contributed by Members is \$10.00. This total includes amounts from 2. and 3. above.

In accordance with Section 608.408(3), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.


Garret T. Barnes, Authorized Representative of
Joseph H. Hunsader, Member

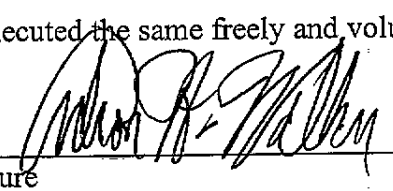
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was subscribed and sworn to before me this 17th day of March 1999 by Garret T. Barnes, Authorized Representative of Joseph H. Hunsader, Member,

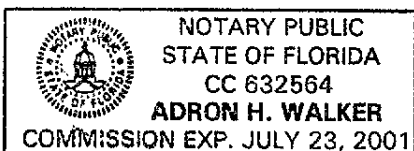
☒ who is personally known to me
☐ who has produced _____ as identification
(type of identification)

and who acknowledged to and before me that he executed the same freely and voluntarily for the purposes therein expressed.

My Commission expires:


Signature

Print Notary Name
NOTARY PUBLIC - STATE OF FLORIDA
Commission No. _____



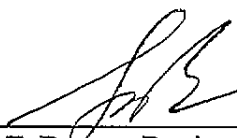
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, the undersigned Limited Liability Company 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 Xponent Investment Group, L.L.C.
2. The name and address of the registered agent and office is: Garret T. Barnes, 3119 Manatee Avenue West, Bradenton, Florida 34205.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 12, 1999.



Garret T. Barnes, Registered Agent

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