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TRANSMITTAL LETTER
FILED

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

02 JUN 10 AM 10:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: XOX Corporation, Inc.
(Proposed corporate name - must include suffix)

100005727991--0
-06/10/02--01029--023
*****87.50 *****87.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Joseph A. McInerney, Jr.
Name (Printed or typed)
317 Allworthy Street
Address
Port Charlotte, FL 33954
City, State & Zip
(941) 764-0976
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

CB 6-10

**ARTICLES OF INCORPORATION
OF
XOX Corporation, Inc.**

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TALLAHASSEE, FLORIDA

I, Donna N. Mignogna, the undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation under and by virtue of the laws of the State of Florida.

ARTICLE I

The name of the Corporation is XOX Corporation, Inc.

The street address and county of the its principal place of business is:

24100 Tiseo Blvd. #7, Port Charlotte, Charlotte County, FL 33980

and the name and address of the initial registered agent is:

William R. Brown, Jr.

24100 Tiseo Blvd. #7

Port Charlotte, FL 33980

ARTICLE II

The corporation is organized for the purpose of conducting any and all lawful business as authorized under the laws of the State of Florida or any other state, country or territory. It shall have all the powers set forth in Florida Statutes Chapter 607 and any and all other powers incidental to the conducting of any and all lawful business.

ARTICLE III

The number of shares the corporation is authorized to issue shall be 1,000 shares all of one class designated as common stock at \$1.00 (U.S.) par value issued to:

ARTICLE IV

Shares of capital stock of this corporation shall be issued initially to the following:

Donna N. Mignogna 50%

William B. Brown, Jr. 50%

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are offered to the remaining shareholders or to this corporation. The price of such shares shall be in the common

currency of the United States of America. The terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE V

The corporation shall have a perpetual existence commencing upon the filing of the Articles of Incorporation by the Secretary of State.

ARTICLE VI

The number of directors constituting the initial board of directors shall be 2; and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and qualify are

1. D. N. Mignogna, 24100 Tiseo Blvd. #7, Port Charlotte, FL 33980
2. W. R. Brown, Jr., 24100 Tiseo Blvd. #7, Port Charlotte, FL 33980

The number of directors may be increased or decreased from time-to-time by the By-Laws adopted by this corporation.

ARTICLE VII

To the fullest extent permitted by Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

ARTICLE VIII

All shareholders of the corporation are entitled to accumulate their votes for directors. No amendment shall be made to this Article when the number of shares voting against the proposal to amend would be sufficient to elect a director by cumulative voting and such shares are entitled to be voted cumulatively for the election of directors.

ARTICLE IX

All corporate powers shall be exercised by or under the authority of and the business affairs of this corporation and shall be managed under the direction of the Board of Directors of the corporation.

ARTICLE X

The original By-Laws of the corporation shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof. Thereafter, said By-Laws must be amended by the Board of Directors by a majority vote of the Directors present at any regular meeting of said Board, or at any special meeting called for such purpose as the majority of the Directors present.

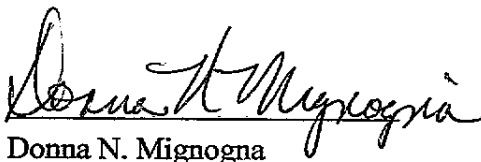
ARTICLE XI

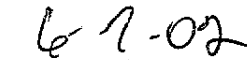
The Articles of Incorporation may be amended in any manner as provided for by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by the majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement attesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE XII

The name and address of the incorporator is:

Donna N. Mignogna, 24100 Tiseo Blvd. #7, Port Charlotte, FL 33980


Donna N. Mignogna


Date

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that XOX Corporation, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Charlotte County, Florida, has named:

William R. Brown, Jr.
24100 Tiseo Blvd. #7
Port Charlotte, FL 33980

as its agent to accept service of process within this State.

Having been named as registered agent and to accept service of process for the above stated corporation 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 proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent


William R. Brown, Jr..

06-07-07
Date

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02 JUN 10 AM 10:52
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TALLAHASSEE, FLORIDA