

Sep. 11. 2000. 11:41AM

TRIPP SCOTT

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L 00000003280

Florida Department of State
Division of Corporations
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LIMITED LIABILITY AMENDMENT

X-ADE WORLDWIDE L.L.C.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 11, 2000

X-ADE WORLDWIDE L.L.C.
425 NORTHEAST 28TH ROAD
BOCA RATON, FL 33431

SUBJECT: X-ADE WORLDWIDE L.L.C.
REF: L00000003280

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
X-ADE WORLDWIDE L.L.C.**

The Articles of Organization of X-ADE WORLDWIDE L.L.C., a Florida limited liability company (the "Company"), were filed with the Department of State on March 23, 2000, document number L00000003280, be and they are hereby, amended and restated in their entirety as shown below:

**ARTICLE I
NAME**

The name of this limited liability company is:

X-ADE WORLDWIDE L.L.C.

**ARTICLE II
PRINCIPAL OFFICE/MAILING ADDRESS**

The principal office and mailing address of this limited liability company is:

425 NE 28th Road
Boca Raton, FL 33431

**ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED
AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are:

Tanya L. Bower, Esq.
c/o Tripp Scott, P.A.
110 S.E. 6th Street, 15th Floor
Ft. Lauderdale, FL 33301

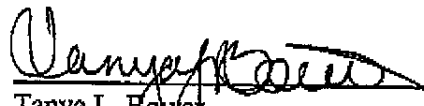
Prepared By: Tanya L. Bower, Esq.
Bar No. 0093378
Tripp Scott, PA
P. O. Box 14245
Ft. Lauderdale, FL 33302
(954) 525-7500

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Having been named as registered agent and to accept service of process for the above stated 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Tanya L. Hower
Registered Agent

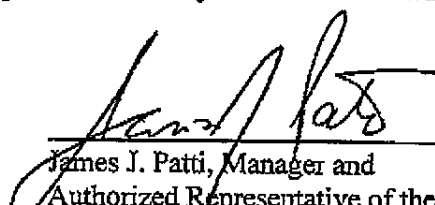
ARTICLE IV MANAGEMENT

The limited liability company is to be managed by a manager and is, therefore, a Manager-managed company.

ARTICLE V EFFECTIVE DATE

The effective date of these Amended and Restated Articles of Organization shall be ~~August 31, 2000~~ September 11, 2000.

The foregoing Amended and Restated Articles of Organization were adopted by a Joint Consent Action of the Members and the Board of Managers of this Company, dated the 31st day of August, 2000. The number of votes cast in favor of the foregoing amendment was sufficient for approval. Furthermore, the foregoing Amended and Restated Articles of Organization are duly executed and filed in accordance with Section 608.411, F.S.


James J. Patti, Manager and
Authorized Representative of the Members

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

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