

L00000014554

Florida Department of State
Division of Corporations
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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

*Amended & Restated
w/ Name change*

LIMITED LIABILITY AMENDMENT

27:4 SOFTWARE LC

*L-14554
nc*

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 29, 2000

27:4 SOFTWARE LC
1897 PALM BEACH LAKES BLVD
SUITE 226
WEST PALM BEACH, FL 33409

SUBJECT: 27:4 SOFTWARE LC
REF: L00000014554

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A statement that the document was duly executed and filed in accordance with section 608.411, Florida Statutes, must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6918.

Nanette Caussez
Corporate Specialist Supervisor

FAX Aud. #: H00000067754
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective December 27, 2000 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: 24/7 Software LC

Old Name: 27:4 Software LC

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on November 27, 2000.

Article III. Address

The Company's street and mailing address is:

24/7 Software LC
1897 Palm Beach Lakes Blvd., Suite 226
West Palm Beach FL 33409 USA

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139 UNITED STATES

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TALLAHASSEE, FLORIDA

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Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Management

This will be a member-managed company. The name of each member is:

ROBERT E. NEWBY
The Orchards Sandhurst Lane Gloucester GL2 9AQ

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

24/7 Software LC

By: [Signature]
by R.A. Reyes as attorney-in-fact

Name: Robert E. Newby

Title: Member

Date: December 27, 2000

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

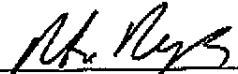
CORPORATION:

24/7 Software LC

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc.
941 Fourth Street #200
Miami Beach FL 33139

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CORPORATE CREATIONS NETWORK INC.
Roger A. Reyes, Vice President

Date: December 29, 2000

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