

L01000004553

Ed Tribble
Florida Information Associates Inc
Requester's Name

P.O. Box 11144

Address

Tallahassee, FL 32302-3144

City/State/Zip

Phone #

(850) 878-0188

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. McBride Top Down LLC L01000004553
(Corporation Name) (Document #)

2. _____ 800004342318--7
(Corporation Name) (Document #)
-06/05/01--01090--003
*****55.00 *****55.00

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

APPROVED AND FILED
 01 JUN -7 AM 11:55
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF CORPORATIONS

Examiner's Initials *U/B*
6-7-01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 5, 2001

ED TRIBBLE
FLORIDA INFORMATION ASSOCIATES INC.

SUBJECT: MCBRIDE TOP DOWN, L.L.C.
Ref. Number: L01000004553

We have received your document for MCBRIDE TOP DOWN, L.L.C. and your check(s) totaling \$55.00. However, the enclosed document has not been filed and is being returned for the following:

The new registered agent must sign accepting the designation.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 501A00034201

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AND
FILED
01 JUN - 7 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
MCBRIDE TOP DOWN, L.L.C.**

FIRST: The name of the company is McBride Top Down, L.L.C., a Florida limited liability company (the "Company").

SECOND: The date of filing of the articles of organization was March 23, 2001.

THIRD: The following amendments to the articles of organization were adopted by the managers and members of the Company:

- a) The name of the Company shall change to Venture Source LLC;

Article II , III and IV is replaced with the following:

Article II

Address

The principal street and mailing address of the Company is 2665 S. Bayshore Drive, Suite 700, Miami, FL 33133.

Article III

Initial Registered Office and Agent

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc.
2665 South Bayshore Drive, Suite 703
Miami, FL 33133

Article IV

Management

The Company will be managed by at least one (1) manager and is, therefore, a manager-managed company. The following shall be the managers:

Studio Source LLC, a Florida limited liability company
2665 S. Bayshore Drive, Suite 700
Miami, Florida 33133

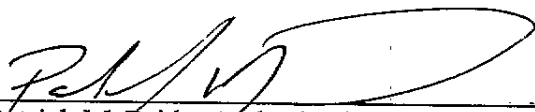
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 JUN -7 AM 11:55

APPROVED
AND
FILED

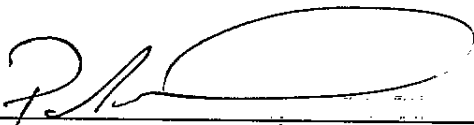
Top Down, L.L.C., a Florida limited liability company
2020 W Brandon Blvd., Suite 202
Brandon FL 33511

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.

Dated: 6/4, 2001.


Patrick McBride, Authorized Representative

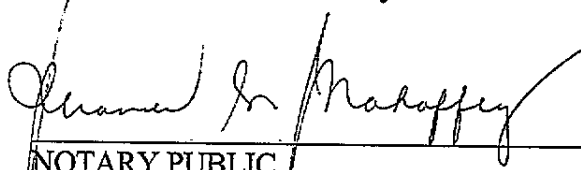
IN WITNESS WHEREOF, I have made and subscribed this Certificate of Amendment of the Articles of Organization this ___ day of May, 2001.


Patrick McBride, Authorized Representative

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Patrick McBride, who is well known to me to be the person described in and who executed this Certificate of Amendment of the Articles of Organization as authorized representative of the members of Venture Source LLC, a Florida limited liability company, which is formerly known as McBride Top Down, L.L.C., a Florida limited liability company, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 4th day of June, 2001.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

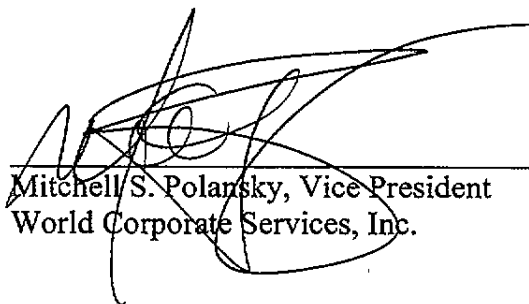


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I **HEREBY ACCEPT** this appointment of, and designation as registered agent for service of process within the State of Florida of VENTURE SOURCE LLC named in the Articles of Organization hereinabove set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article III of the Certificate of Amendment and the amended Articles of Organization.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 6 day of June 2001.



Mitchell S. Polansky, Vice President
World Corporate Services, Inc.

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AND
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TALLAHASSEE, FLORIDA