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L02000017652

Florida Department of State
Division of Corporations
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From:

Account Name : ALVAREZ, TAYLOR, ELJAIEK & RODRIGUEZ, P.L.
Account Number : I20030000013
Phone : (305)444-5885
Fax Number : (305)444-8986

LIMITED LIABILITY AMENDMENT

XCELCO, L.L.C.

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J. BRYAN SEP 27 2005

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION**

XELCO, LLC
a Florida limited liability company

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FILED
2005 SEP 26 AM 10:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, being the Managers of XELCO, LLC, a Florida limited liability company (the "Company"), hereby certifies that the Articles of Organization of the Company as initially authorized and filed on July 15, 2002 under Document No. L02000017652 with the Florida Department of State, Division of Corporations, are hereby modified and amended by these Articles of Amendment (the "Amendment") as follows:

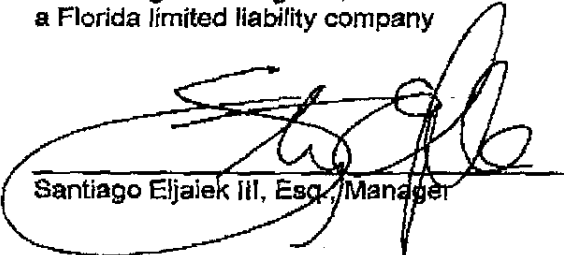
1. The Articles of Organization of the Company are hereby further modified to provide that Benjamin R. Alvarez is as of the date hereof, removed as the Registered Agent of the Company. As of the date hereof, the Registered Agent of the Company and her address shall be as follows:

ATER Registered Agents, LLC
2601 South Bayshore Drive, Suite #700
Coconut Grove, Florida 33133

ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above Company at the place designated in the foregoing Articles of Organization, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

ATER Registered Agents, LLC
a Florida limited liability company


Santiago Eljaiek III, Esq. Manager

3. In all other regards, all of the articles, terms and conditions of the Articles of Organization of the Company not modified by this Amendment are hereby ratified and confirmed and shall remain in full force and effect. In the event of a conflict between the articles, terms and conditions of this Amendment and the Articles of Organization of the Company, the terms of this Amendment shall control. This Amendment shall be binding upon all of the Members and the Managers of the Company and their respective legal representatives, heirs, successors and assigns.

4. The foregoing Amendment was approved by resolution of a majority of the

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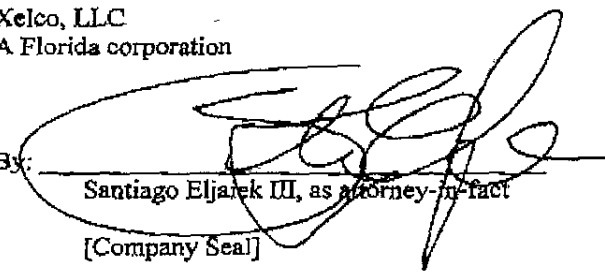
Members occurring on September 26, 2005.

IN WITNESS WHEREOF, the undersigned, being the Managers of the Company, have hereunto set their hands and affixed the Company's seal this 26 day of September, 2005.

Manager:

Xelco, LLC
A Florida corporation

By:


Santiago Eljarek III, as attorney-in-fact

[Company Seal]

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