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LIMITED LIABILITY AMENDMENT

AIRGUIDE ACQUISITION, L.L.C.

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

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These Amended and Restated Articles of Organization were adopted effective April 4, 2003, 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: Airguide Manufacturing LLC

Old Name: Airguide Acquisition, LLC

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on March 19, 2003.

Article III. Address

The Company's street and mailing address is:

Airguide Manufacturing LLC
795 W. 20th Street
Hialeah FL 330190

Article IV. Registered Agent

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

Juan T. O'Naghten
Grand Bay Plaza
2665 S. Bayshore Drive, Suite 200
Coconut Grove FL 33133

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0686

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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 manager-managed company. The name of each manager is:
DOUGLAS C. MARTY
7845 SW 67th Terrace Miami FL 33143

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.

Airguide Manufacturing LLC

By: [Signature]
by K. Sarria as attorney-in-fact

Name: Douglas C. Marty

Title: Manager

Date: April 4, 2003

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Airguide Manufacturing LLC

REGISTERED AGENT/OFFICE:

Juan T. O'Naghten
Grand Bay Plaza
2665 S. Bayshore Drive, Suite 200
Coconut Grove FL 33133

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.



JUAN T. O'NAGHTEN
Karla Sarria, Vice President

Date: April 4, 2003

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