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J. BRYAN DEC 31 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032  
REFERENCE : 380171 150991A  
AUTHORIZATION :  
COST LIMIT : \$ PPD

ORDER DATE : December 31, 2003

ORDER TIME : 10:21 AM

ORDER NO. : 380171-005

CUSTOMER NO: 150991A

CUSTOMER: Todd W. Fennell, Esq  
Gould Cooksey Fennell O'Neill  
979 Beachland Boulevard

Vero Beach, FL 32963

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DOMESTIC AMENDMENT FILING

NAME: RAC HOLDINGS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS: \_\_\_\_\_

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

WITNESSETH

WHEREAS, Articles of Organization were filed on August 26, 2003, under the name **RA HOLDINGS, L.L.C.** (Document Number L03000032086); and

WHEREAS, the Members have elected to change the name of the limited liability company to **BROADBAND NATIONAL, L.L.C.**

NOW, THEREFORE, the undersigned authorized representative of the Managers of **BROADBAND NATIONAL, L.L.C.** hereby duly executes and files these Amended and Restated Articles of Organization, in accordance with Section 608.411 of the Florida Statutes, as follows:

ARTICLE I -- NAME

The name of the Limited Liability Company is **BROADBAND NATIONAL, L.L.C.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

1054 20th Place  
Vero Beach, FL 32960

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

The name and the Florida street address of the Registered Agent are:

Todd W. Fennell  
979 Beachland Boulevard  
Vero Beach, FL 32963

*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 Article of these Articles of Organization, 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 of the Florida Statutes.*

  
Todd W. Fennell, Registered Agent

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**ARTICLE IV -- MANAGEMENT**

The Limited Liability Company shall be managed by one or more Managers and is, therefore, a manager-managed company.

The Managers shall be elected annually in the manner prescribed in the Operating Agreement for this Limited Liability Company.

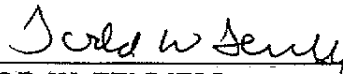
**ARTICLE V -- GOVERNED BY OPERATING AGREEMENT**

The Company shall be governed by and operated pursuant to the terms and conditions of the written Operating Agreement.

**ARTICLE VI -- EFFECTIVE DATE**

These Amended and Restated Articles of Organization shall be effective upon the date of filing.

IN WITNESS WHEREOF, an authorized representative of a Managing Member has affixed his signature this 30<sup>th</sup> day of December, 2003.



TODD W. FENNELL  
Authorized Representative

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared TODD W. FENNELL, to me known to be the individual described in and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed by hand and official seal at Vero Beach, said County and State aforesaid, this 30<sup>th</sup> day of December, 2003.

  
Notary Public, State of Florida at Large.  
My commission expires:



Gina M. Cappello  
MY COMMISSION # DD218179 EXPIRES  
June 21, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.

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