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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

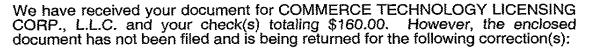
September 24, 2003

ATTORNEYS' TITLE

TALLAHASSEE, FL

SUBJECT: COMMERCE TECHNOLOGY LICENSING CORP., L.L.C.

Ref. Number: W03000027425



Please note that we have RETAINED your \$125.00 payment.

The name of a Florida limited liability company cannot contain the word CORPORATION or the abbreviation CORP, or any other word which might indicate that th entity is a corporation.

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) 245-6914.

Letter Number: 303A00052707

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ARTICLES OF ORGANIZATION

OF

COMMERCE TECHNOLOGY LICENSING

.L.L.C

The undersigned member hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be COMMERCE TECHNOLOGY LICENSING , L.L.C. (the "Company").

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this Company shall be 1819 South Inlet Drive, Marco Island, Florida 34145.

ARTICLE III

REGISTERED AGENT

The name and address of the initial registered agent in the State of Florida is as follows: WILLIAM J. TOBIN, 1819 South Inlet Drive, Marco Island, Florida 34145.

ARTICLE IV

MANAGEMENT

The Company will be managed by members in accordance with the Company's Operating Agreement.

ARTICLE V

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members upon making such contributions as are set out in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is COMMERCE TECHNOLOGY LICENSING , L.L.C.

The name of the initial registered agent of the limited liability company is William J. Tobin, its agent to accept service of process within Florida with a registered office located at 1819 South Inlet Drive, Marco Island, Florida 34145.

Bv:

William J. Tobin

Dated:

2003

REGISTERED AGENT ACCEPTANCE

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 certificate, William J. Tobin hereby accepts the appointment as registered agent and agrees to act in that capacity. William J. Tobin further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and William J. Tobin is familiar with and accepts the obligations of its position as registered agent.

By:

William A. Tohin

Dated:

. 2003

ARTICLE VI

MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or other dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Executed by the undersigned members, 2003.	er at Naples, Florida on the Aday of William J. Tobin
STATE OF FLORIDA COUNTY OF COLLIER	\$ \tag{2}
This foregoing instrument was activated who () has produced	knowledged before me this day of . Tobin, who (X) is personally known to me or as identification.
(SEAL)	Syanne Theward
SUZANNE HOWARD MY COMMISSION # CC 875539 EXPIRES: November 6, 2003 Bonded Thru Notacy Public Underwriters	Notary Public Print name: Suzanne Howard My commission expires