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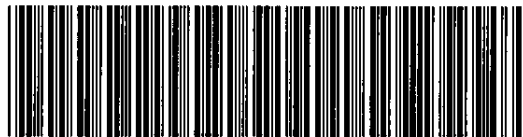
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Codeshapers, LLC

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ☒ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
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- ___ UCC 11 Retrieval _____
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Signature _____

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1/18/07 10:36

**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
CODESHAPERS, LLC**

(Filed in accordance with 608.411, F.S.)

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CODESHAPERS, LLC, a limited liability company duly organized under the Florida Limited Liability Company Act, (the "Company") does hereby certify:

1. The name of the Company is: **CODESHAPERS, LLC**. The original Articles of Organization were filed with the Florida Secretary of State on August 15, 2006.
2. The Amendments and Restatements herein set forth have been duly approved by a vote of the members sufficient on January, 17, 2007.
3. The Articles of Organization of the Company are hereby amended and restated to read in their entirety as follows:

ARTICLE I - NAME

The name of the Company is: **CODESHAPERS, LLC**

ARTICLE II - PRINCIPAL OFFICE

The company address is:

c/o Claramargaret Groover, Esq.
390 North Orange Avenue, Suite 2300
Orlando, Florida 32801

ARTICLE III - PURPOSE

The purpose of the Company is to engage in any lawful acts and activities permitted under Chapter 608, Florida Statutes, and any other applicable Florida laws.

ARTICLE IV – MANAGERS AND MANAGING MEMBERS

The Company is a manager managed limited liability company. No Member of the Company shall be an agent of the Company sole by virtue of being a Member. The names, addresses and titles of Managing Members and Members are of the Company are:

Johannes Cornelis Sijmonsbergen, Managing Member
a/k/a Jaen-Kees Sijmonsbergen
390 North Orange Avenue
Suite 2300
Orlando, Florida 32801

Peter James Wright, Member
390 North Orange Avenue
Suite 2300
Orlando, Florida 32801

Heather Ann Wright, Member
390 North Orange Avenue
Suite 2300
Orlando, Florida 32801

David Andrew Frey, Member
390 North Orange Avenue
Suite 2300
Orlando, Florida 32801

Lewis Raymond Newby Jr., Member
390 North Orange Avenue
Suite 2300
Orlando, Florida 32801

ARTICLE V - REGISTERED OFFICE AND AGENT

The name of the Registered Agent of the Company is: Claramargaret Groover
and the address of the Registered Agent is:
390 North Orange Avenue
Suite 2300
Orlando, Florida 32801

ARTICLE VI - OPERATING AGREEMENT

The Members are expressly authorized to adopt, amend or repeal the Operating Agreement of the Company, subject to the power of the unitholders to adopt, amend, or repeal such Operating Agreement.

ARTICLE VII - INDEMNIFICATION

The Company shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 608 of the Florida Limited Liability Company Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the Company and may, in the discretion of the Members of the Company, indemnify any and all other persons whom it shall have power to indemnify under said Section or otherwise under applicable law, from and against any and all of the liabilities, expenses or other matters referred to or covered by said Section. The indemnification provisions contained in the Florida Limited Liability Company Act shall not be deemed exclusive of any other rights of which those indemnified may be entitled under any bylaw, agreement, resolution of the members, or otherwise. No provision of these Articles of Organization is intended by the Company to be construed as limiting, prohibiting, denying or abrogating any of the general or specific powers or rights conferred under the Florida Limited Liability Company Act upon the Company, upon its unitholders, bondholders and security holders, or upon its directors, officers and other corporate personnel, including, in particular, the power of the Company to furnish

indemnification to members, directors, officers, employees and agents (and their heirs, executors and administrators) in the capacities defined and prescribed by the Florida Limited Liability Company Act and the defined and prescribed rights of said persons to indemnification as the same are conferred under the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization this 15th day of September, 2006.

By: Claramargaret H. Groover
Claramargaret H. Groover
Attorney for CodeShapers, LLC
Florida Bar No. 0755028