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GSR SOFTWARE LLC

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SECRETARY OF STATE
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T. HAMPTON

MAR 24 2010

EXAMINER

H10000062698

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted 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: G8R Software LLC

Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on March 19, 2010.

Article III. Address

The Company's street and mailing address is:

G8R Software LLC
7840 NW 67th Street
Miami FL 33166

Article IV. Registered Agent

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

Peter M. Hockman, Esq.
80 South Dr Ste 3100
Miami Springs FL 33166

Peter M. Hockman, Attorney at Law
80 South Dr Ste 3100
Miami Springs FL 33166
305-536-8857

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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. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VII. Management

This will be a member-managed company. The name and address of each member is:

SCOTT BRYAN
7840 NW 67th Street Miami FL 33166
JAMES A. BRYAN, III
7840 NW 67th Street Miami FL 33166
JAMES A. BRYAN, JR.
7840 NW 67th Street Miami FL 33166
CAROLYN M. DIAZ
7840 NW 67th Street Miami FL 33166

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Peter M. Hockman, Attorney at Law
80 South Dr Ste 3100
Miami Springs FL 33166
305-536-8857

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Article VIII. 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.

G8R Software LLC

By: Valerie Hawk-Donohue
by Valerie Hawk-Donohue as atty-in-fact

Name: Scott Bryan

Title: MGRM

Date: March 23, 2010

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:

G8R Software LLC

REGISTERED AGENT/OFFICE:

Peter M. Hockman, Esq.
80 South Dr Ste 3100
Miami Springs FL 33166


Peter M. Hockman, Attorney at Law
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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.


PETER M. HOCKMAN, ESQ.
by Valerie Hawk-Donohue as atty-in-fact

Date: March 23, 2010

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Peter M. Hockman, Attorney at Law
80 South Dr Ste 3100
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