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Amended + restated

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DIVISION OF CORPORATIONS

Wheeler

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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LIMITED LIABILITY AMENDMENT

IMRGLOBAL, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$55.00

**IMRGLOBAL, LLC
AMENDED AND RESTATED
ARTICLES OF ORGANIZATION**

The undersigned hereby certifies that:

A. He is an authorized representative of the sole member of IMRglobal, LLC, a Florida limited liability company (the "Company").

B. The present name of the Company, and the name under which the Company originally filed, is IMRglobal, LLC.

C. The date of filing of the Company's original articles of organization with the Department of State was November 19, 1999.

D. The adoption of these Amended and Restated Articles of Organization was duly authorized by the affirmative vote of the sole member in accordance with the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (the "Act").

E. These Amended and Restated Articles of Organization are being executed and filed in accordance with Section 608.411 of the Act.

F. The Articles of Organization of the Company are hereby amended and restated in their entirety to read as follows:

ARTICLE I. NAME

The name of the limited liability company shall be IMRglobal, LLC.

ARTICLE II. DURATION

The period of the Company's duration commenced on November 19, 1999, and shall exist perpetually, unless terminated in accordance with the Company's operating agreement.

ARTICLE III. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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ARTICLE IV. STREET ADDRESS OF PRINCIPAL OFFICE

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

100 South Missouri Avenue
Clearwater, Florida 33756

ARTICLE V. REGISTERED AGENT

The name and street address of the current registered agent of the Company in the State of Florida is:

CGI Information Technology Services, Inc.
100 South Missouri Avenue
Clearwater, Florida 33756

A written statement as prescribed by the Florida Department of State pursuant to Section 608.415(1)(d), Florida Statutes, is attached to these Articles of Organization.

ARTICLE VI. MANAGEMENT

The business of the Company shall be conducted, carried on, and managed by one or more managers (the "Managers"), who shall be elected by the members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Managers shall also have the rights and responsibilities described in the Operating Agreement of the Company, including without limitation the right to appoint officers who shall have the rights and responsibilities described in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned authorized representative of the sole member has executed these Articles of Organization as of this 27th day of March, 2002.


André Imbeau, Authorized Representative

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 608.415, Florida Statutes, or other more applicable statute, the following is submitted:

That IMRglobal, LLC, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at 100 South Missouri Avenue, Clearwater, Florida 33756, has named CGI Information Technology Services, Inc., as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Limited Liability Company Act, and am familiar with, and accept, the obligations of that position, as provided in the Florida Limited Liability Company Act.

CGI INFORMATION TECHNOLOGY SERVICES, INC.

Dated as of March 27, 2002

By: 
Dilip Patel

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