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L0000000 2373

Florida Department of State
Division of Corporations
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LIMITED LIABILITY AMENDMENT

DOLAR FINANCIAL SERVICES LLC

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 21, 2000

HOLLAND & KNIGHT OF MIAMI

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Fax Audit No.: H00000018890 4

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
DOLAR FINANCIAL SERVICES LLC**

The undersigned being a duly authorized representative of a member of Dolar Financial Services LLC, a limited liability company organized under the laws of the State of Florida on March 1, 2000 (the "Company"), desiring to amend and restate the Articles of Organization of the Company pursuant to the provisions of Chapter §608 of the Florida Limited Liability Company Act, Florida Statutes does hereby adopt the following Amended and Restated Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company is Dolar Financial Services LLC (the "Company").

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

701 Brickell Ave.
Suite 3000
Miami, Florida 33131

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Ave., Suite 3000, Miami, Florida 33131 as the street address of the registered office of the Company and names Intrastate Registered Agent Corporation as the Company's registered agent at that address to accept service of process within this state.

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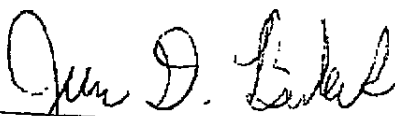
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ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager(s) shall serve in such capacity until their successor(s) are duly elected and qualified.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 18th day of April, 2000.



Juan D. Bendeck
Duly Authorized Representative of a
Member

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for DOLAR FINANCIAL SERVICES LLC, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this 18th day of April, 2000.

INTRASTATE REGISTERED AGENT CORPORATION

By: 

Name: Steven H. Hagen

Title: Vice President

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